

**BEFORE
THE OHIO POWER SITING BOARD**

In the Matter of the Application of JW Great Lakes Wind, LLC, for a Certificate to Construct a Wind-Powered Electric Generation Facility in Hardin County, Ohio)
)
) Case No. 09-277-EL-BGN
)

In the Matter of the Application of Hog Creek Windfarm, LLC for a Certificate to Site a Wind-Powered Electric Generation Facility in Hardin County, Ohio.)
)
) Case No. 10-654-EL-BGN
)

In the Matter of the Applications of Hog Creek Wind Farm, LLC for Amendments to its Certificates to Install and Operate Wind-Powered Electric Generation Facilities in Hardin County, Ohio and Request to Merge Operating Authority for the Two Certificates.)
)
) Case No. 16-1422-EL-BGA
) Case No. 16-1423-EL-BGA
)
)

JOINT APPLICATION TO TRANSFER A CERTIFICATE

Joint Applicants Hog Creek Wind Farm, LLC (“Farm”) and Hog Creek Wind Project, LLC (“Project”) request that the Ohio Power Siting Board (“Board”) approve the transfer of the certificates issued and amended in Case Nos. 09-277-EL-BGN, 10-654-EL-BGN, 16-1422-EL-BGA, and 16-1423-EL-BGA from Farm to Project. Farm and Project are each single member limited liability companies owned by RES Developments, Inc. (“RES”) which is the manager of both entities. Project is properly registered with the Ohio Secretary of State as a foreign limited liability corporation (Exhibit A). Project and Farm have essentially the same management and personnel. The transfer from Farm to Project will not result in a change management or personnel involved in the wind farm projects at issue in the certificates.

As is required by Ohio Revised Code Section (“R.C.”) 4906.04, Project agrees to abide with all of the terms, conditions, and any modifications contained in the merged Certificate granted to Farm in Case Nos. 16-1422-EL-BGA¹ and 16-1423-EL-BGA² on November 29, 2016. [The Order in these two cases captured the conditions from earlier cases and combined the Hog Creek I and Hog Creek II projects into one project]. A letter addressed to Mr. Patrick Donlon, Executive Director, confirming this commitment is attached as Exhibit B.

In accordance with recent Board precedent, counsel for Farm has mailed a letter this day to all the public officials and the libraries who are entitled to notice of the application (Ohio Administrative Code Rule 4906-3-07) informing them of the filing of this application (a sample letter along with the list of officials are attached as Exhibit C).

WHEREFORE, Joint Applicants request the Board to approve the transfer of the certificates issued and amended in Case Nos. 09-277-EL-BGN, 10-654-EL-BGN, 16-1422-EL-BGA, and 16-1423-EL-BGA from Farm to Project.

Respectfully submitted on behalf of
HOG CREEK WIND FARM, LLC
HOG CREEK WIND PROJECT, LLC



Sally W. Bloomfield
Devin D. Parram
BRICKER & ECKLER LLP
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¹ The certificate initially issued in Case No. 09-277-EL-BGN was amended in Case Nos. 11-757-EL-BGA (approved July 27, 2011) and 11-5542-EL-BGA (approved November 28, 2011).

² The certificate initially issued in Case No. 10-654-EL-BGN was amended in Case No. 11-5543-EL-BGA (approved November 28, 2011).

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the Joint Application has been served upon the following parties listed below by electronic mail, this 17th day of February 2017.



Sally W. Bloomfield

Chad A. Endsley
Chief Legal Counsel
Ohio Farm Bureau Federation
280 North High Street
P.O. Box 182383
Columbus, OH 43218-2383
cendsley@ofbf.org

John H. Jones
Thomas G. Lindgren
Assistant Attorney General
Public Utilities Section
30 East Broad Street, 6th Floor
Columbus, OH 43216
john.jones@ohioattorneygeneral.gov
thomas.lindgren@puc.state.oh.us



Form 533B Prescribed by:

EXHIBIT A

JON HUSTED
OHIO SECRETARY OF STATE

Toll Free: (877) SOS-FILE (877-767-3453)
Central Ohio: (614) 466-3910

www.OhioSecretaryofState.gov
busserv@OhioSecretaryofState.gov

File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two business day processing time.
Requires an additional \$100.00)

P.O. Box 1390
Columbus, OH 43216

Registration of a Foreign Limited Liability Company

Filing Fee: \$99

Form Must Be Typed

CHECK ONLY ONE (1) BOX

- (1) ☒ Registration of a Foreign For-Profit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation

Date of Formation

- (2) ☐ Registration of a Foreign Nonprofit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation

Date of Formation

Name of Limited Liability Company in its jurisdiction of formation

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation) is:

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd.," or "Ltd"

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Name

Mailing Address

City

State

ZIP Code

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

CT Corporation System

Name

1300 East 9th Street

Mailing Address

Cleveland

City

Ohio

State

44114

ZIP Code

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Must be signed by an authorized representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



EXHIBIT B

11101 W. 120th Avenue, Suite 400
Broomfield, CO 80021, United States

☎ 303 439 4200
✉ info.US@res-group.com
🌐 www.res-group.com

February 16, 2017

Director Patrick Donlon
The Ohio Power Siting Board
180 East Broad Street
11th Floor
Columbus, Ohio 43215

Re: Transfer of Certificates - Case Nos. 16-1422 EL-BGA and 16-1423-EL-BGA

Dear Director Donlon:

On November 29, 2016, in Case Nos. 16-1422-EL-BGA and 16-1423-EL-BGA, the Ohio Power Siting Board ("OPSB") issued an Order that amended Certificates of Environmental Compatibility and Public Need ("Certificates") held by Hog Creek Wind Farm, LLC ("Farm") for the construction, operation, and maintenance of wind-powered electric generation facilities known as Hog Creek I and Hog Creek II. The OPSB amended the Certificates by merging the terms and conditions of the Certificates into one certificate (the "Merged Certificate").

Farm and Hog Creek Wind Project, LLC ("Project"), a legally separate entity from Farm, are requesting that the OPSB approve the assignment of the Merged Certificate, including the wind turbines and related infrastructure at issue in the Merged Certificate, from Farm to Project. Farm and Project each are single member limited liability companies owned by RES Developments, Inc. ("RES") which is the manager of both entities. Both Farm and Project are properly registered with the Ohio Secretary of State as foreign limited liability corporations.

It is the intent of Project to adhere to all terms and conditions related to the Merged Certificate, and also adhere to terms of the Order on Certificate issued on November 29, 2016, in Case Nos. 16-1422-EL-BGA and 16-1423-EL-BGA.

Thank you for your consideration in this matter. If you have any questions or need additional information to promptly process this request, please contact counsel for Farm or Project or me at 303-439-4200.

Sincerely,

Paul Walker
Chief Financial Officer
RES America Developments Inc.
(Manager of Farm Hog Creek Wind Farm, LLC and
Farm Hog Creek Wind Project, LLC)



COLUMBUS | CLEVELAND
CINCINNATI | DAYTON
MARIETTA

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EXHIBIT C

February 17, 2017

Hardin County Commissioners
c/o Randy Paul, Clerk
One Courthouse Square, Suite 100
Kenton, OH 43326

Re: Transfer of Hog Creek Wind Farm LLC

Dear Mr. Paul,

The purpose of this letter is to discuss the assignment of the Certificates of Environmental Compatibility and Public Need (the "Certificates") issued in Case No. 09-277-EL-BGN and Case No. 10-654-EL-BGN by the Ohio Power Siting Board ("OPSB") for the Hog Creek I and II wind farms. In Case Nos. 16-1422-EL-BGA and 16-1423-EL-BGA, the OPSB amended the Certificates by merging their terms and conditions into one certificate (the "Merged Certificate"). The Certificates and Merged Certificate were held by Hog Creek Wind Farm, LLC ("Farm").

An application has been filed with the OPSB to assign the Merged Certificate from Farm to Hog Creek Wind Project, LLC ("Project"). Farm and Project each are single member limited liability companies owned by RES Developments, Inc. ("RES") which is the manager of both entities. Both Farm and Project are properly registered with the Ohio Secretary of State as foreign limited liability corporations.

If transfer of the Merged Certificate is approved, Project will adhere to all terms and conditions in the Merger Certificate. We expect the OPSB to approve the assignment in March of 2017.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Sally W. Bloomfield

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

2/17/2017 11:02:43 AM

in

Case No(s). 09-0277-EL-BGN, 10-0654-EL-BGN, 16-1422-EL-BGA, 16-1423-EL-BGA

Summary: Application of Hog Creek Wind Farm, LLC and Hog Creek Wind Project, LLC to Transfer Certificate electronically filed by Teresa Orahod on behalf of Sally W. Bloomfield