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RECEIVED

JUN 17 2004

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

June 15, 2004

Pamela Bonrud, Executive Director
S. D. Public Utilities Commission
500 East Capitol
Pierre, SD 57501

**Re: In the Matter of the Complaint filed by Superior Renewable Energy LLC, et al.
against Montana-Dakota Utilities Co., regarding the Java Wind Project**

Dear Ms. Bonrud:

Enclosed please find an original and ten (10) copies of NorthWestern Corporation's Petition to Intervene. Please file this petition at your convenience.

Sincerely,

A handwritten signature in cursive script that reads "Carol Halfhill".

Carol Halfhill
Paralegal

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STATE OF SOUTH DAKOTA
BEFORE THE
PUBLIC UTILITIES COMMISSION

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JUN 17 2004

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

In the Matter of the Complaint filed by Superior)
Renewable Energy LLC, et al. against)
Montana-Dakota Utilities Co. regarding the)
Java Wind Project)

Docket No. EL04-016

PETITION TO INTERVENE
OF
NORTHWESTERN CORPORATION

NorthWestern Corporation (“NorthWestern”), doing business as NorthWestern Energy, hereby petitions to intervene as a party to this matter, pursuant to ARSD 20:10:01:15.02.

NorthWestern represents that the grant of its Petition will not prejudice any of the parties to this proceeding, and that it will not result in any delays in the matter.

In its Complaint, Superior Energy LLC (“Superior”) has asked the Commission to resolve a dispute it has with Montana-Dakota Utilities Co. (“MDU”) with respect to negotiation of a long-term electric power purchase agreement for purchase by MDU of electricity to be produced by Superior pursuant to the Public Utility Regulatory Policy Act of 1978 (“PURPA”), for a facility in Walworth County, South Dakota. Superior alleges that the Complaint was filed to provide Commission guidance in the negotiations of power purchase agreements between an electric utility and a Qualifying Facility (“QF”) under PURPA.

In support of this Petition, NorthWestern states that, while Superior’s facility location is noted in the Complaint to be within the assigned service territory of MDU, Commission consideration of avoided cost calculations for a QF in this matter may affect the handling of similar matters for other electric companies, such as NorthWestern, operating in the State of

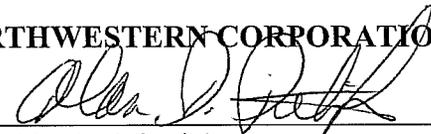
South Dakota, and therefore, NorthWestern and its customers may be affected by the issues raised in this proceeding and the outcome of the proceeding.

WHEREFORE, NorthWestern requests that the Commission grants its Petition and allow it to intervene and be granted status of a party to this proceeding.

Dated at Sioux Falls, South Dakota, this 15th day of June, 2004.

NORTHWESTERN CORPORATION

By: _____


Alan D. Dietrich
Vice President – Legal Administration &
Corporate Secretary
125 S. Dakota Avenue, Suite 1100
Sioux Falls, SD 57104
Ph (605) 978-2907
Fax (605) 978-2910

CERTIFICATE OF SERVICE

The undersigned hereby certifies that an original and ten copies of this Petition to Intervene have been served by United States Postal Service first class mail, postage prepaid to Pamela Bonrud, Executive Director, S. D. Public Utilities Commission, 500 East Capitol, Pierre, SD 57501, and that a true and correct copy of this Petition to Intervene was served by United States Postal Service first class mail, postage prepaid to the following parties to this proceeding this 15th day of June, 2004:

Mark V. Meierhenry
Danforth, Meierhenry & Meierhenry, LLP
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Karen Cremer
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