STATE OF SOUTH DAKOTA)   IN CIRCUIT COURT
           : SS
COUNTY OF HUGHES   )   SIXTH JUDICIAL CIRCUIT

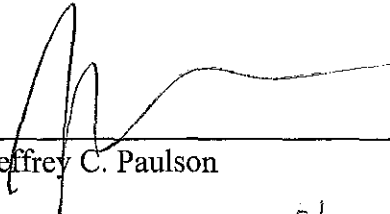|	
IN THE MATTER OF The Complaint By Oak Tree Energy, LLC Against NorthWestern Energy For Refusing To Enter Into A Purchase Power Agreement **DOCKET NO. EL11-006**	**AFFIDAVIT OF JEFFREY C. PAULSON FOR ADMISSION *PRO HAC VICE***

STATE OF MINNESOTA)
        :ss
County of Hennepin   )

Jeffrey C. Paulson, being first duly sworn on his oath, deposes and states as follows:

1. I am an attorney in good standing with the bar of the State of Minnesota.

2. I have never been disbarred, suspended or disciplined.

3. My post office address is Paulson Law Office, Ltd., 7301 Ohms Lane, Suite 325, Edina, Minnesota 55439, telephone: (952) 835-0055,.

4. I will work with South Dakota licensed counsel, Yvette K. Lafrentz in the above case. Ms. Lafrentz's address is Doney Crowley Payne Bloomquist, P.C., 220 South Pacific Street, P.O. Box 1418, Dillon, MT 59725, telephone: 406-683-8795.

5. I have never been denied admission to the courts of any state or any federal court.

6. I have been admitted to practice in the following courts: the state courts of the State of Minnesota, the state courts of the State of Illinois, the United States District Court of Minnesota, and the United States District Court of Illinois.

7. I am familiar with the rules of the State Bar of South Dakota governing the conduct of members of the State Bar of South Dakota and I will at all times abide by and comply with the same so long as such trial or hearing is pending and so long as I have not withdrawn as counsel herein.

8. My law firm has filed an application for South Dakota sales and use tax license for purposes of the gross receipts tax on legal fees earned within the State of South Dakota.

9. I have read the foregoing Affidavit and swear that it is true to the best of my knowledge, information and belief.

Date this 1st day of August, 2013.

Jeffrey C. Paulson

This document was subscribed and sworn before me on this 1st day of August, 2013, by Jeffrey C. Paulson.

PATRICIA A. TRESELER
Notary Public-Minnesota
My Commission Expires Jan 31, 2015