

RECORD OF FRANCHISE PROCEEDINGS  
CERTIFIED TO BY CITY AUDITOR

STATE OF NORTH DAKOTA     )  
  ) SS  
COUNTY OF MCLEAN         )

I, the undersigned, City Auditor of the City of Max, McLean County, North Dakota.

DO HEREBY CERTIFY, that I compared the attached copies of proceedings and documents pertaining to the gas franchise granted to Montana-Dakota Utilities Co. by said municipality as evidenced by Ordinance No. C-101 passed by the governing body of said municipality on the 5<sup>th</sup> day of March, 2001, with the originals of which said documents purport to be true and complete transcripts, and that each of the attached copies is a true and exact copy of such original instruments, viz:

1. Application of Montana-Dakota Utilities Co. for a gas franchise.
2. Extract of minutes for first reading.
3. Affidavit of publishing minutes of first meeting.
4. Extract of minutes for second reading and final passage.
5. Affidavit of publishing minutes of second meeting.
6. Gas Franchise Ordinance No. C-101.
7. Acceptance of franchise, including Auditor's certification of filing the same.

I HEREBY FURTHER CERTIFY that all of the originals of the above-mentioned documents are on file in my office and that insofar as I have knowledge or am informed all of the legal requirements of the by-laws of the governing body of said City of Max and the statutes of the State of North Dakota governing the enactment of such ordinance granting such franchise have been fully and properly complied with.


IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said City of Max, this 9 day of April, 2001.

ACCEPTANCE OF FRANCHISE

MONTANA-DAKOTA UTILITIES CO., a Division of MDU Resources Group, Inc., a corporation, hereby accepts the terms and conditions of that certain Ordinance No. C-101 enacted by the governing body of the City of Max, McLean County, North Dakota, the same being an ordinance granting to said Company, its successors and assigns, a franchise to construct, maintain and operate, within and upon, in and under the streets, alleys and public grounds of said City, a gas distribution system for transmitting and distributing natural or manufactured gas, or a mixture of both, for public and private use, which ordinance is duly and finally passed, adopted and approved by the governing body of said City on the 5<sup>th</sup> day of March, 2001.


Dated this 22 day of March, 2001.

MONTANA-DAKOTA UTILITIES CO.  
A Division of MDU Resources Group, Inc.

By   
President

*ER*



ATTEST:  
  
Secretary

\*\*\*\*\*

I, the undersigned, the duly elected, qualified and acting Auditor of the City of Max, McLean County, State of North Dakota, do hereby certify that I received the within Acceptance of Franchise on this 9 day of April, 2001, and on