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July 13, 2010

Bleau LaFave
Director SD Supply and Development
NorthWestern Energy
3010 W 69th Street
Sioux Falls, SD 57108

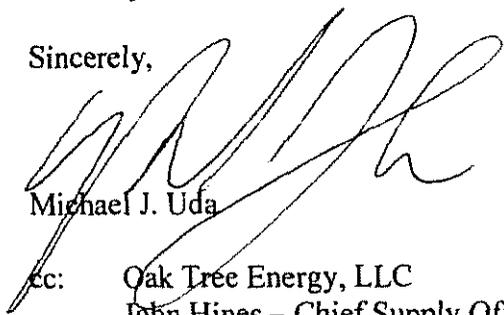
RE: Oak Tree Energy, LLC - QF Negotiation with NorthWestern Energy

Dear Mr. LaFave:

Thank you for the response to Oak Tree Energy's letter and email of July 2, 2010. We understand the need for NorthWestern Energy personnel to be gone during the Fourth of July holiday. Although three weeks seems like a substantial amount of time to respond to the question of whether NorthWestern is willing to negotiate a power purchase agreement with Oak Tree Energy, in the interest of cooperation Oak Tree Energy is willing to wait until July 23, 2010 to get NorthWestern's definitive answer to that question.

That said, as NorthWestern is aware, timing is important to the success of any generation venture. In this case, Oak Tree Energy is attempting to secure federal benefits that may not be available if discussions cannot be commenced within a reasonable time frame. Thus, time is of the essence. Please provide answers to the questions posed in the July 2, 2010 email/letter as soon as possible so that Oak Tree Energy can make plans with respect to its project.

Sincerely,



Michael J. Uda

cc: Oak Tree Energy, LLC
John Hines – Chief Supply Officer
Sara Dannen – Corporate Counsel
Pam Bonrud – Director Government and Regulatory Affairs
Dennis Wagner – General Manager SD Production Generation

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EXHIBIT

4