



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

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RI DEPT OF STATE
BUS SERVICES DIV
2016 DEC 20 PM 2:22

Statement of Change of Agent

DOMESTIC or FOREIGN Business Corporation

→ Filing Fee: \$20.00

Pursuant to the provisions of RIGL 7-1.2-502 or 7-1.2-1409 the undersigned corporation submits the following statement for the purpose of changing its registered agent in the State of Rhode Island:

1. Entity ID Number 000701365		2. Exact Name of the Corporation GOLDWIND USA, INC.	
3. The address of the registered office as PRESENTLY shown in the records on file with the RI Department of State:			
Street Address 450 Veterans Memorial Parkway, Suite 7A			
City/Town East Providence		State RHODE ISLAND	Zip 02914
4. The name of the registered agent as PRESENTLY shown in the records on file with the RI Department of State: NATIONAL REGISTERED AGENTS, INC.			
5. The address of the NEW registered office is:			
Street Address (<u>NOT</u> a P.O. Box) 450 Veterans Memorial Parkway, Suite 7A			
City/Town East Providence		State RHODE ISLAND	Zip 02914
6. The name of the NEW registered agent is: C T Corporation System			
7. Date when this Statement of Change of Registered Agent will be effective: CHECK ONLY ONE BOX			
<input checked="" type="checkbox"/> Date received (Upon filing)			
<input type="checkbox"/> Later effective date (Date must be no more than 30 days from the day of filing) _____			
Under penalty of perjury, I declare and affirm that I have examined this Statement of Change of Registered Agent by the Corporation, and that all statements contained herein are true and correct.			
Name of Authorized Officer of the Corporation Jamila Woods, Vice President			Date 12/19/2016
Signature of Authorized Officer of the Corporation <i>Jamila Woods</i>			

MAIL TO:

Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

FILED

DEC 20 2016

BY *Ch 29/1320*
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FORM 640 - Revised: 07/2016

Power of Attorney

NOTICE IS HEREBY GIVEN THAT Goldwind USA, Inc ("Corporation"), a Corporation incorporated under the laws of Delaware, and each of its Affiliates set forth on Exhibit A (as such Exhibit may be updated in writing from time to time by the Corporation) does hereby appoint Christine Rein, Kelly Lettmann, Michelle Donato, Mandy Hendricks, Dareth Jeffers, Collin Menkhus, Alan Stachura, Nicole Parnell, Sarah Revelle, Ryan Nelson, Ryan Maher, Traci Houck, Natalie Pickens, Michelle Buchheit, Phally Sea, Jessica Molloy, Jeremy Puentes, Lars Fox, Sarah Copple, Matthew Sawyer, Shannon Diamond, Adam Steimel, Brad Slenker, Tony Spain, Eleanor Puls, Jamila Woods, April Wittenwyler, Tammy Tofteroo, Jenifer Vincent, Maria Sciotti, Kimberly Steinmetz and Sierra Burris (but only for so long as each of them, respectively, remains an employee of CT Corporation or an affiliate thereof) as attorney-in-fact for the Corporation to act for the Corporation and Affiliates in the Corporation and Affiliates' names for the limited purposes authorized herein.

The Corporation and Affiliates hereby grants its attorney-in-fact the power to execute the documents necessary to file annual reports, annual registrations, license renewals, change entities' registered agent and registered office, and forms of similar import on behalf of the Corporation and Affiliates in any state and the District of Columbia.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Christine Rein, Kelly Lettmann, Michelle Donato, Mandy Hendricks, Dareth Jeffers, Collin Menkhus, Alan Stachura, Nicole Parnell, Sarah Revelle, Ryan Nelson, Ryan Maher, Traci Houck, Natalie Pickens, Michelle Buchheit, Phally Sea, Jessica Molloy, Jeremy Puentes, Lars Fox, Sarah Copple, Matthew Sawyer, Shannon Diamond, Adam Steimel, Brad Slenker, Tony Spain, Eleanor Puls, Jamila Woods, April Wittenwyler, Tammy Tofteroo, Jenifer Vincent, Maria Sciotti, Kimberly Steinmetz and Sierra Burris shall exercise the power of Vice President, Secretary, Manager, and/or Member.

This Power of Attorney expires with respect to the Company or any Affiliate when revoked by the grantor.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on the

16 day of December, 2016
Date Month Year



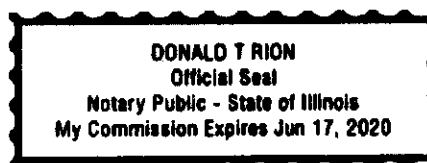
Signature
David Halligan, Authorized Signatory

Sworn to and subscribed before me
this 16 day of December, 2016.
Date Month Year


Signature of Notary

Notary Public, State of IL
State

Commission Expires: 06/17/2020
M/D/YYYY



(Seal)

Exhibit A - Affiliates

Goldwind Service Company, LLC.
Musselshell Montana Land Holdings LLC
Musselshell Wind Project, LLC
Musselshell Wind Project Two, LLC
Musselshell Holdings, LLC
Musselshell Holdings Two, LLC
Rattlesnake Power Holdings, LLC
Rattlesnake TX Holdings, LLC
Rattlesnake TX, LLC
Rattlesnake Power, LLC
Tianrun USA, Inc.
TianRun Uilk, LLC
Uilk Holdings, LLC