

Exhibit 2A
Certificate of Good Standing

State of Maine



Department of the Secretary of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the reports of qualification of foreign limited liability companies in this State and annual reports filed by the same.

I further certify that CHAMPLAIN WIND, LLC, a DELAWARE limited liability company, is a duly qualified foreign limited liability company under the laws of the State of Maine and that the application for authority to transact business in this State was filed on May 17, 2010.

I further certify that said foreign limited liability company has filed annual reports due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the authority to transact business in this State and that according to the records in the Department of the Secretary of State, said foreign limited liability company is a legally existing limited liability company in good standing under the laws of the State of Maine at the present time.

In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed. Given under my hand at Augusta, Maine, this sixth day of January 2011.



A handwritten signature in black ink, appearing to read 'Matthew Dunlap'.

MATTHEW DUNLAP

Secretary of State

CHAMPLAIN WIND, LLC

OFFICER'S CERTIFICATE

January 27, 2011

THIS OFFICER'S CERTIFICATE is delivered pursuant to the Land Use Regulation Commission Application for the 69.1 MW wind energy project being developed by Champlain Wind, LLC (the "Company") in and around Carroll Plantation and Kossuth Township in Penobscot and Washington Counties, Maine (the "Application") being submitted to the Maine Land Use Regulation Commission ("LURC"). Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the LLC Agreement (as defined below).

The undersigned, being the Member of the Company, DOES HEREBY CERTIFY, in the name and on behalf of the Company, that:

1. Pursuant to Section 7.1 of that certain Limited Liability Company Agreement (the "LLC Agreement") dated as of May 15, 2009, as amended by the First Amendment to the Limited Liability Company Agreement, dated as of May 24, 2010, with Maine Wind Holdings, LLC, as the Member, the Member shall have all the powers of the Company and may exercise all of the rights and powers of the Company, and under the Act and the persons whose names, titles and signatories appear on Exhibit A are duly elected, qualified and acting officers of the Member.

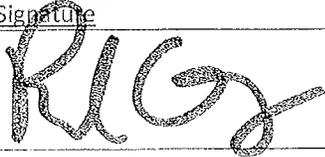
IN WITNESS WHEREOF, the undersigned has executed and delivered this Officer's Certificate as of the date first written above.

CHAMPLAIN WIND, LLC

By: MAINE WIND HOLDINGS, LLC, Its Member

By: 
Name: Elizabeth Weir
Title: Assistant Secretary

INCUMBENCY CERTIFICATE

Name	Title	Signature
Paul Gaynor	President	
Michael U. Alvarez	Vice President	
Robert S. Schauer	Treasurer	
Elizabeth Weir	Assistant Secretary	