

APPENDIX "D"
TO THE
VERIFIED APPLICATION FOR AUTHORITY TO ISSUE SECURITIES

GOVERNING BOARD'S RESOLUTIONS
AUTHORIZING TRANSACTIONS

CERTIFICATE OF RESOLUTIONS AND INCUMBENCY

I, Debra Horrocks, do hereby certify that (i) I am the Assistant Secretary of DESERET GENERATION & TRANSMISSION CO-OPERATIVE (hereinafter called the "Cooperative"); (ii) the following are true and correct copies of resolutions duly adopted by the board of directors of the Cooperative at a meeting held on July 21, 2011; (iii) the meeting was duly and regularly called and held in accordance with the articles and bylaws of the Cooperative; (iv) the Cooperative is duly incorporated, validly existing and in good standing under the laws of the state of its incorporation and there is no pending or contemplated proceeding for the merger, consolidation, sale of assets or business or dissolution of the Cooperative; (v) forms of the National Rural Utilities Cooperative Finance Corporation (CFC) loan documents were submitted to the meeting and were authorized by the board of directors to be executed; (vi) none of the following resolutions has been rescinded or modified as of this date; and (vii) the persons authorized below have been duly elected or appointed to their respective positions and occupied such positions on the date of actual execution of the CFC loan documents:

RESOLVED, that the Cooperative borrow from CFC, from time to time as determined by the officers or proper persons designated by the board of directors of the Cooperative, an aggregate amount in the original principal amount of \$20,000,000.00 ("Loan"); and

RESOLVED, the Loan shall be secured by a mortgage in favor of CFC and guaranteed by Blue Mountain Energy, Inc.; and

RESOLVED, that the proceeds of this loan be used for the purpose set forth in the Second Consolidated, Amended and Restated Revolving Line of Credit Agreement ("Loan Agreement"); and

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the following documents (including as many counterparts as may be required):

- a) the Loan Agreement substantially in the submitted to this meeting; and
- b) one or more secured promissory notes payable to the order of National Rural Utilities Cooperative Finance Corporation, which in the aggregate equal the principal amount of \$20,000,000.00, substantially in the form of the note presented to this meeting; and
- c) a mortgage and security agreement with CFC as mortgagee, substantially in the form of the mortgage and security agreement presented to this meeting; and

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to make all payments, and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

Office or Title

Name (typed or printed)

President, CEO

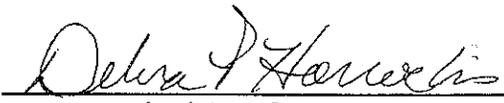
Kimball R. Rasmussen

Vice President, Gen'l
Counsel

David F. Crabtree

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Cooperative
this

21st day of July, 2011



Assistant Secretary

(SEAL)

CERTIFICATE OF RESOLUTIONS AND INCUMBENCY

I, Debra Horrocks, do hereby certify that (i) I am the Assistant Secretary of DESERET GENERATION & TRANSMISSION CO-OPERATIVE (hereinafter called the "Cooperative"); (ii) the following are true and correct copies of resolutions duly adopted by the board of directors of the Cooperative at a meeting held on July 21, 2011; (iii) the meeting was duly and regularly called and held in accordance with the articles and bylaws of the Cooperative; (iv) the Cooperative is duly incorporated, validly existing and in good standing under the laws of the state of its incorporation and there is no pending or contemplated proceeding for the merger, consolidation, sale of assets or business or dissolution of the Cooperative; (v) forms of the National Rural Utilities Cooperative Finance Corporation (CFC) loan documents were submitted to the meeting and were authorized by the board of directors to be executed; (vi) none of the following resolutions has been rescinded or modified as of this date; and (vii) the persons authorized below have been duly elected or appointed to their respective positions and occupied such positions on the date of actual execution of the CFC loan documents:

RESOLVED, that the Cooperative borrow from CFC, from time to time as determined by the officers or proper persons designated by the board of directors of the Cooperative, in the original principal amount of \$40,000,000.00 ("Loan"); and

RESOLVED, the Loan shall be secured by a mortgage in favor of CFC and guaranteed by Blue Mountain Energy, Inc.; and

RESOLVED, that the proceeds of this loan be used for the purpose set forth in the CFC Loan Agreement ("Loan Agreement"); and

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the following documents (including as many counterparts as may be required):

- a) the Loan Agreement substantially in the form submitted to this meeting; and
- b) one or more secured promissory notes payable to the order of National Rural Utilities Cooperative Finance Corporation, which in the aggregate equal the principal amount of \$40,000,000.00, substantially in the form of the note presented to this meeting; and
- c) a mortgage and security agreement with CFC as mortgagee, substantially in the form of the mortgage and security agreement presented to this meeting; and
- d) such other documents as CFC shall reasonably request.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to make all payments, and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

Office or Title

Name (typed or printed)

President, CEO

Kimball R. Rasmussen

Vice President, Gen'l
Counsel

David F. Crabtree

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Cooperative
this

21st day of July, 2011

Debra J. Honick
Assistant Secretary

(SEAL)