

Kristyn Annis
Direct Line: 416 601-7624

September 29, 2009

VIA FACSIMILE AND COURIER

CONFIDENTIAL

Kirsten Walli
Ontario Energy Board
P.O. Box 2319
2300 Yonge Street
27th Floor
Toronto Ontario M4P 1E4

Attention: Board Secretary

Dear Ms. Walli:

Re: Application to Amend Electricity Generating Licence EG-2006-0009

On behalf of Enbridge Ontario Wind Power L.P. (the “**Partnership**”), we hereby submit a request to amend electricity generating licence EG-2006-0009, which was issued to the Partnership by the Board in a decision and order dated April 6, 2006.

The Partnership is seeking Board approval to amend (the “**Requested Amendment**”) Schedule 1 of the Licence to include “Sarnia Solar 2” and “Sarnia Solar 5” (collectively, the “**Facilities**”, further details of which are appended to this letter) in its list of licensed generation facilities. As you may be aware, the Facilities each have contracts under the Renewable Energy Standard Offer Program (RESOP) and are currently listed in Schedule 1 of electricity generation licence EG-2009-0016, which licence was issued in the name of Sarnia Solar Farm No. 2 L.P. by the Board on March 4, 2009, a copy of which is enclosed.

The Partnership is contemplating a transaction in which it will purchase the Facilities from Sarnia Solar Farm No. 2 L.P., which purchase will be wholly financed by equity. Please note that as the Facilities each have RESOP contracts, we are refraining from providing further financial information at this time for confidentiality reasons, as it is our understanding that the Board does not typically require such information for RESOP facilities.

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In the event that the Board considers the Requested Amendment to be in the public interest, the Partnership is seeking a decision and order from the Board that recognizes that the Requested Amendment to the Licence will become effective the date (the “**Notice Date**”) upon which the Board receives notice from the Parties that the Facilities have been transferred to the Partnership. In addition to providing notice to the Board, the Partnership will provide a copy of the notice of assignment (required pursuant to the terms of the RESOP contract) addressed to the Ontario Power Authority for each of the Facilities.

In discussions with the Board, the Board indicated that this type of application (to amend the Licence of the Partnership and to amend licence EG-2009-0016) should be made jointly. Therefore, in support of and in addition to the Requested Amendment, please also find enclosed a letter from Sarnia Solar Farm No. 2 L.P., which letter seeks an amendment to its licence and consists of the removal of the Facilities from Schedule 1 effective as of the Notice Date.

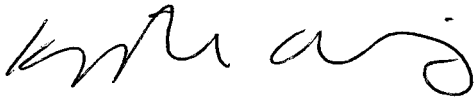
The Partnership further requests that the joint application be disposed of without a hearing, and submits this letter as evidence of consent of same. The Partnership believes that the requests made in this joint application meet the test set out in ss. 21(4)(b) of the *Ontario Energy Board Act, 1998*, S.O. c. 15, Sched. B. and that no other person will be adversely affected in a material way by having the Facilities transferred from licence EG-2009-0016 to the Licence, should the Board decide to issue the latter and approve the Requested Amendment.

Kindly let us know if you require anything further in order to consider this joint application for amendment to the Licence and licence EG-2009-0016.

Yours very truly,

McCarthy Tétrault LLP

Per:

A handwritten signature in black ink, appearing to read 'Kristyn Annis', written over a horizontal line.

Kristyn Annis

Enc.

c: Michael Shadbolt

APPENDIX “A”: DETAILS OF THE FACILITIES

Sarnia Solar 2	
Generation Type	Solar
Number of Units	20
Total Installed Capacity	10 MW
In Service Date	November 15, 2009
Facility Name and Address	Sarnia Solar 5 Concession 3, Part of Lots 14 and 15, City of Sarnia, County of Lambton, Ontario
Owner and operator	Enbridge Ontario Wind Power L.P.
Status of CIA	Distributor has completed CIA
SOP Contract	Applicant has entered into contract

Sarnia Solar 5	
Generation Type	Solar
Number of Units	20
Total Installed Capacity	10 MW
In Service Date	November 15, 2009
Facility Name and Address	Sarnia Solar 5 Concession 3, Part of Lots 14 and 15, City of Sarnia, County of Lambton, Ontario
Owner and operator	Enbridge Ontario Wind Power L.P.
Status of CIA	Distributor has completed CIA
SOP Contract	Applicant has entered into contract

