

RESOLUTION NO. 122

A RESOLUTION TO AUTHORIZE WISCONSIN GAS LLC DOING BUSINESS AS WE ENERGIES, ITS SUCCESSORS AND ASSIGNS, TO CONSTRUCT, MAINTAIN AND OPERATE A GAS DISTRIBUTION SYSTEM AND TO LAY PIPES IN THE STREETS, ALLEYS, LANES, ROADS, HIGHWAYS, BRIDGES, PARKS AND PUBLIC PLACES IN THE TOWN OF **Mentor, Clark** COUNTY, WISCONSIN, FOR SUCH PURPOSE.

The Town Board of **Mentor, Clark** County, Wisconsin, does hereby ordain as follows:

SECTION 1

The Town of **Mentor, Clark** County, Wisconsin, does hereby grant to Wisconsin Gas LLC, (herein called "the Company"), a limited liability company organized and existing under the laws of the State of Wisconsin, its successors and assigns, upon the conditions hereinafter set forth, the exclusive right, authority and permission to construct, maintain, operate, enlarge and repair in the Town of **Mentor** a system for the furnishing and distribution of natural gas and natural gaseous fuels, and to use the highways, roads, streets, alleys, lanes, boulevards, parks, public ways, public grounds and bridges in said Town for constructing, maintaining, operating, enlarging and repairing its transmission and distribution pipe lines with all the necessary, usual or convenient manholes, valves, passage ways and appurtenances for the purpose of supplying and selling natural gases and natural gaseous fuels to said Town and its residents and to any building, structure, factory, processing plant, industry or public or private house or any gas user therein.

SECTION 2

This franchise is granted subject to the restrictions and conditions contained in applicable Sections of the Wisconsin Statutes and further subject to such rules and regulations as the Town Board of said Town of **Mentor** may from time to time prescribe.

SECTION 3

This franchise shall be void and shall expire if the Company shall not have obtained from the Public Service Commission of Wisconsin within three years from the date of publication of this Resolution a certificate authorizing it to transact such public utility business and to construct and operate the above described gas distribution system in said Town of **Mentor**.

Entered and adopted this 12th day of February, 2013

Attest:

Clerk Linda Lappe

President Brian Hummel

Subscribed and sworn to before me this 12 day of March, 2013.

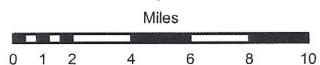
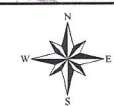
Linda K Lappe Notary Public, State of Wisconsin

My commission expires: Nov 6, 2016

Proposed West Central Lateral



- Route A
- Route B
- - Route A and B
- Northern Natural Gas
- Viking Gas Transmission



West Central Lateral



Western Wisconsin is in need of additional natural gas supply to ensure reliability in the future and to meet growth in customer demand. Wisconsin Gas LLC ("WG"), doing business as We Energies, is a public utility providing natural gas service throughout the state, including western Wisconsin.

We are evaluating areas for potential natural gas distribution routes to serve the communities between Eau Claire County and the city of Tomah in Monroe County.

Route selection

Many factors are considered when proposing a lateral route, including:

- Safety
- Natural resources and environmental features
- Future land development
- Agricultural lands
- Construction requirements
- Overall project cost
- Restoration requirements

We also consider routes adjacent to existing rights-of-way and easements to be as unobtrusive as possible. Currently, we are working with the communities and regulatory agencies to determine proposed routes that take these factors into consideration.

Regulatory approvals

The Public Service Commission of Wisconsin (PSCW) is the state agency that determines the need and necessity for utility projects, including final route selection. The Wisconsin Department of Natural Resources also will be involved in the routing process, including issuing necessary environmental permits and approvals.

Timeline

We plan to seek PSCW approval in 2013 to proceed with any necessary system enhancements. The approval timeframe depends on the size and scope of the distribution enhancement project, but approval typically takes about six months to a year. If approved, we expect to begin construction in late 2014 or early 2015 in order to have the lateral in service by the end of 2015.

Keeping you informed

We are committed to keeping you informed and will provide updates as the project moves forward. If you have questions about the project, please call 877-380-0522

Headquartered in Milwaukee, Wis., We Energies (www.we-energies.com), with approximately 4,500 employees, serves more than 1.1 million electric customers in Wisconsin and Michigan's Upper Peninsula and more than 1 million natural gas customers in Wisconsin. The company also serves steam customers in downtown Milwaukee.

Today the company maintains nearly 45,000 miles of electric distribution lines, 353 substations and more than 20,000 miles of gas main. The company also operates 25 generating facilities in Wisconsin and Michigan's Upper Peninsula.

We Energies is the trade name of Wisconsin Electric Power Company and Wisconsin Gas LLC, the principal utility subsidiaries of Wisconsin Energy Corporation (NYSE: WEC). Wisconsin Energy Corporation is a component of the S&P 500.

Wisconsin Energy Corporation (www.wisconsinenergy.com) is one of the nation's premier energy companies with more than \$13 billion of assets and more than 43,000 stockholders of record. In addition to its utility subsidiaries, the company's non-utility businesses include renewable energy and real estate development.

Wisconsin Energy has a long history of operating at the highest level of integrity and demonstrating a commitment to corporate social responsibility (CSR) and sustainable business practices. We look at CSR as a process of aligning our policies and practices with the needs and interests of all our stakeholders – managing risks and conducting our business by taking into account our economic, environmental and social impact.

As a company inextricably tied to the communities we serve and the environment in which our employees work and live, Wisconsin Energy recognizes the importance of sustainability. We're working to raise the level of awareness among our stakeholders of the critical link between economic, environmental and social performance.

Wisconsin Energy's approach to corporate social responsibility is driven by our values. Our commitment to responsible business practices is reflected in everything we do. Through our core values, we strive to build on our progress in making Wisconsin Energy a great place to work. These values define what each employee is called upon to model every day. How well the organization performs is measured by every interaction with fellow employees and customers.

The company's Power the Future initiative, announced a decade ago, was designed to break Wisconsin's dependence on expensive out-of-state energy, improve our environmental performance, and ensure an economical supply of electricity for our customers in the decades ahead. The key components of the plan include two combined cycle natural gas-fueled Units at Port Washington, the construction of two supercritical pulverized coal Units at Oak Creek and building a significant amount of renewable generation have now achieved commercial service.

Visit the We Energies website at we-energies.com. Learn more about Wisconsin Energy Corporation by visiting wisconsinenergy.com.

Proposed West Central Lateral

