STATE OF MISSOURI



Robin Carnahan Secretary of State

CORPORATION DIVISION CERTIFICATE OF GOOD STANDING

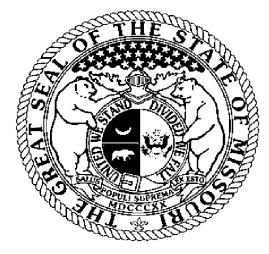
I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

ALGONQUIN WATER RESOURCES OF MISSOURI, LLC LC0608965

was created under the laws of this State on the 7th day of September, 2004, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 31st day of March, 2011

Secretary of State



Certification Number: 13698820-1 Reference:

Verify this certificate online at https://www.sos.mo.gov/businessentity/soskb/verify.asp