

EXHIBIT 13

Wind Turbine Neuro-Acoustical Issues

Dora Anne Mills, MD, MPH Maine CDC/DHHS

June, 2009

1. What protections are in Maine law regarding excessive noise and vibrations?

Maine DEP has rules that apply to all developments in unorganized areas of the state and in all municipalities without a more restrictive noise ordinance. The rules recognize in its text that excessive noise can degrade health and welfare of nearby neighbors, and they provide limits based on the type of development in the area surrounding the noise. For instance, they limit noise levels for routine operation of a proposed development: to 75 dBA at any time; to 60 dBA during the daytime and 50 dBA during the nighttime for non-commercial and non-industrial areas; and to 55 dBA daytime and 45 dBA nighttime for areas in which ambient sounds are 45 dBA or less daytime or 35 dBA or less nighttime.

Maine DEP also has retained the services of a noise expert to review noise study submissions as part of wind turbine applications and compliance evaluations.

DEP's ambient, post development monitoring at the Mars Hill wind farm shows dBA levels higher than 45, sometimes exceeding 60 when there are windy conditions both at ground level and at turbine height. This presents an example of how ambient noise from wind at these locations (which is why turbines are placed there) is in excess of the optimal nighttime 45 dBA. The DEP rules and compliance monitoring provide for distinguishing between the ambient contribution to noise and that from turbines at wind farms.

In summary: Maine law appears to essentially place a 45 dBA noise limit on most wind turbine projects in Maine. A 5 dBA variance to limits may be granted upon specific findings that concern pre-development existing ambient noises that are in excess of a particular standard. For compliance with the rule, noise levels are measured at the boundary of the property owned by the proposed developer.

Sources:

- Maine DEP rule-making authority on noise is in Title 38 Section 343
Rules are in Chapter 375, Section 10:
<http://www.maine.gov/sos/cec/rules/06/096/096c375.doc>
- Maine SPO Noise Technical Assistance Bulletin
<http://www.maine.gov/spo/landuse/docs/techassist/techassistbulletins/noisetabulletin.pdf>

2. What do different noise levels compare to?

40 dBA is comparable to a quiet room. 55 dBA is comparable to a household room or office in which there is normal background vibration and sounds such as is commonly found from household appliances.

COMPARISON OF SOUND PRESSURE LEVEL AND SOUND PRESSURE	
Sound Pressure Level, dB	Sound Pressure, Pa
	120 — 20
Pneumatic Chipper (at 5 ft)	110 — 10
Textile Loom	5
	100 — 2
Newspaper Press	1
	90 — 0.6
Diesel Truck 40 mph (at 50 ft)	80 — 0.2
	70 — 0.1
Passenger Car 50 mph (at 50 ft)	0.05
Conversation (at 3 ft)	60 — 0.02
	50 — 0.01
	0.005
Quiet Room	40 — 0.002
	30 — 0.001
	0.0005
	20 — 0.0002
	0.0001
	10 — 0.00005
	0 — 0.00002

Canadian Centre for Occupational Health and Safety
(see www.ccohs.ca/oshanswers/phys_agents/noise_basic.html).

3. What kinds of noises are expected from wind turbines?

According to several resources, new wind turbines are relatively quiet, and meet federal and international standards and regulations for noise, including Maine's regulations. According to the US Department of Energy, a modern wind farm at a distance of 750 – 1,000' is no louder than a kitchen refrigerator or a moderately quiet room.

However, there are people who live about these distances from wind turbines who disagree with this federal agency statement. It appears from the research that distance from the wind turbine, height of the wind turbine relative to the surrounding topography, the quality of the sound (repetitive low frequency sound), wind conditions, and wind direction all affect how the wind turbine noise affects people. Research done on wind turbines, airport and other sources of noise indicates that annoyance levels are difficult to assess. However, taking in account the above factors as well as careful measurements need to be considered when siting wind turbines near residential properties.

Sources:

- US Dept of Energy's Wind Energy Guide for County Commissioners:
<http://www.nrel.gov/wind/pdfs/40403.pdf>
Page 6: An operating modern wind farm at a distance of 750'-1,000' is no louder than a kitchen refrigerator or moderately quiet room.
- University of Massachusetts Renewable Research Energy Laboratory:
http://www.windpoweringamerica.gov/pdfs/workshops/mwwg_turbine_noise.pdf
Contains a number of resources on sounds emitted from wind turbines
- Noise levels of small residential wind turbines:

Dept of Energy's Consumer Guide on Small Wind Turbines

http://apps1.eere.energy.gov/consumer/your_home/electricity/index.cfm/mytopic=10930

Comparable sounds to wind turbines

- Wind Turbine Noise Issues: A white paper prepared by Renewable Energy Research Laboratory, U of Massachusetts, 2004:
<http://www.town.manchester.vt.us/windforum/aesthetics/WindTurbineNoiseIssues.pdf>

4. Are there health effects to the levels of sound heard by wind turbines?

According to a 2003 Swedish EPA review of noise and wind turbines:

“Interference with communication and noise-induced hearing loss is not an issue when studying effects of noise from wind turbines as the exposure levels are too low.”

In my review I found no evidence in peer-reviewed medical and public health literature of adverse health effects from the kinds of noise and vibrations heard by wind turbines other than occasional reports of annoyances, and these are mitigated or disappear with proper placement of the turbines from nearby residences. Most studies showing some health effects of noise have been done using thresholds of 70 dBA or higher outdoors, much higher than what is seen in wind turbines.

Sleep disturbance is another commonly raised concern, and the WHO guidelines for community noise recommend that nighttime outdoor noise levels in residential areas not exceed 45 dBA, which is consistent with Maine law.

Sources:

- Noise Annoyance from Wind Turbines – A Review 2003 Sweden Environmental Protection Agency
<http://www.barrhill.org.uk/windfarm/noise/10%20pederson.pdf>
This study found no evidence of health problems, reviews the variety of noise regulation laws in place in Europe
- British Medical Journal 2007 Swedish Study (Eja Pedersen)
<http://oem.bmj.com/cgi/content/full/64/7/480?ijkey=b1a1ae4a98c9453315a90941395e0a05262aca53>
Survey in Sweden of residents near wind turbines found annoyance increased with increased sound pressure levels (SPLs), and increased annoyance was associated with lower sleep quality and negative emotions.
- Noise Pollution: Non-Auditory Effects on Health, 2003
<http://bmb.oxfordjournals.org/cgi/content/full/68/1/243>
- World Health Organization Community and Occupational Noise
<http://www.who.int/mediacentre/factsheets/fs258/en/>
- World Health Organization 2002 Technical Meeting on Relationship Between Noise and Health
<http://www.euro.who.int/document/NOH/exposerespnoise.pdf> Page 52 says that WHO standard is for nighttime noise not to exceed 45 dB.

5. What about low frequency noises (LFN)?

Some have pointed to LFN emitted from wind turbines as a possible source of adverse health effects. The reasons LFN are focused on include: LFN encounter less absorption as they travel through air than higher frequency sound, so they persist for a longer distance; the amount of sound transmitted from the outside to the inside of a building is higher with LFN; and some models for assessing impact of noise do not adequately include LFN.

Low frequency and infrasound (lower than what is perceptible) vibrations are very common in our background, and known to be emitted from many household appliances and vehicles as well as in neighborhoods near airports and trains. Exposure to very intense LFN can be annoying and may adversely affect overall health, though these levels appear to be more intense than what is measured from modern wind turbines.

The DEP noise regulations are based on the "A" frequency range of noise, which measures the higher frequency end of the noise spectrum, and is denoted with the term dbA. Because the dbA measurement deemphasizes noises from the lower end of the frequency spectrum (or "C" weighted noise, dbC), Maine DEP has been evaluating noise models and predicted noise levels from proposed wind power facilities using a handicapping system that requires an applicant to prove that dbA noise levels will be at such a level at property boundaries that they are effectively controlling for low frequency noises in the dbC range. The Land Use Regulation Commission has required monitoring for dbC noise at one of its recently permitted wind turbine facilities in order to evaluate dbC noise levels at property boundaries.

One recent study commonly cited by proponents of the belief of the physiological impacts of LFN is: "Tuning and sensitivity of the human vestibular system to low-frequency vibration", Todd, et al. Neuroscience Letters, 2008, which can be found at: <http://www.ncbi.nlm.nih.gov/pubmed/18706484>. This study indicates that the human vestibular system is sensitive, which means it shows a physiological response, to low-frequency and infrasound vibrations of -70 dB, indicating that human seismic receptor sensitivity of the vestibular system may possibly be on par with the frog ear. However, sensitivity, i.e. showing a physiological response, does not mean there are adverse effects.

Summary:

Reviews found in peer reviewed journals of the possible health effects of low frequency noise have not found evidence of significant health effects (several references are listed below).

Sources:

- Infrasound from Wind Turbines: Fact, Fiction, or Deception? Journal of Canadian Acoustics, Volume 34, no 2, 2006.
<http://www.wind.appstate.edu/reports/06-06Leventhall-Infras-WT-CanAcoustics2.pdf>

“Infrasound from wind turbines is below the audible threshold and of no consequence. Low frequency noise is normally not a problem, except under conditions of unusually turbulent in flow air. The problem noise from wind turbines is the fluctuating swish. This may be mistakenly referred to as infrasound by those with a limited knowledge of acoustics, but it is entirely in the normal audio range and is typically 500Hz to 1000Hz. It is difficult to have a useful discourse with objectors whilst they continue to use acoustical terms incorrectly. This is unfortunate, as there are wind turbine installations which may have noise problems. It is the swish noise on which attention should be focused, in order to reduce it and to obtain a proper estimate of its effects. It will then be the responsibility of legislators to fix the criterion levels, However, although the needs of sensitive persons may influence decisions, limits are not normally set to satisfy the most sensitive.”

- Sources and Effects of Low-Frequency Noise 1996
<http://scitation.aip.org/getabs/servlet/GetabsServlet?prog=normal&id=JASMAN00099000005002985000001&idtype=cvips&gifs=yes>
J. Acoust. Soc. Am. Volume 99, Issue 5, pp. 2985-3002 (May 1996)
- Characteristics of low frequency signals emitted from home electric appliances:
<http://sciencelinks.jp/j-east/article/200507/000020050705A0229983.php>,
- Magnetic Emission Ranking of Electrical Appliances:
<http://rpd.oxfordjournals.org/cgi/content/abstract/nem460v1>)
- International Meeting on Low Frequency Noise and Vibration and Its Control, the Netherlands, 2004
http://www.viewsofscotland.org/library/docs/LF_turbine_sound_Van_Den_Berg_Sep04.pdf

6. What are the health benefits to wind turbines?

- There are tremendous potential health benefits to wind turbines, including reductions in deaths, disability, and disease due to asthma, other lung diseases, heart disease, and cancer. Maine has among the highest rates in the country of asthma and cancer.
- Wind turbines mean less dependency on foreign oil and coal that contribute to global warming and pollution (coal produces carbon dioxide, acid rain, smog, particulate pollution, carbon monoxide, and mercury), which in turn contribute to the diseases above.
- According to the Maine DEP, if Maine generated 5% of its electricity from wind power, there would be significant pollution cuts:
 - 464,520 tons per year of CO₂
 - 252 tons per year of SO₂
 - 147 tons per year of NO_x

7. What about a moratorium on wind turbine projects?

- I do not find evidence to support a moratorium on wind turbine projects at this time. The articles cited by those who are in favor of a moratorium are either from non-peer reviewed journals (though some are labeled as “peer reviewed”) or are misinterpreted analyses from peer reviewed journals.

- If there is any evidence for a moratorium, it is most likely on further use of fossil fuels, given their known and common effects on the health of our population.

Basic Wind Turbine Noise-Related Resources:

- US Dept of Energy's New England Wind Power Website on Wind Turbine Sound – this has a good summary and links to references
http://www.windpoweringamerica.gov/ne_issues_sound.asp
- Massachusetts DEP Regulations
<http://www.nonoise.org/lawlib/states/mass/mass.htm>
"A source of sound will be considered to be violating the Department's noise regulation (310 CMR 7.10) if the source: Increases the broadband sound level by more than 10 dB(A) above ambient, or Produces a "pure tone" condition - when any octave band center frequency sound pressure level exceeds the two adjacent center frequency sound pressure levels by 3 decibels or more. These criteria are measured both at the property line and at the nearest inhabited residence. Ambient is defined as the background A-weighted sound level that is exceeded 90% of the time measured during equipment operating hours. The ambient may also be established by other means with the consent of the Department."
- Ongoing Research is being done by the US Dept of Energy Wind Turbine Aeroacoustic Research:
http://www1.eere.energy.gov/windandhydro/wind_research_enable.html#research
"Turbine noise can be caused by rotor speed, blade shape, tower shadow, and other factors. The program is sponsoring both wind tunnel and field tests to develop a noise prediction code that turbine manufacturers can use to ensure that new rotor designs and full systems aren't too noisy. This is especially true for high-growth U.S. markets for small wind turbines that will demand quieter rotors, especially when turbines are sited in residential neighborhoods. Small turbines operate at high rotational speeds and tend to spin even if they are furled (pointed out of the wind).
- **Background Information on Noise:**
http://www.osha.gov/dts/osta/otm/noise/health_effects/physics.html
http://www.ccohs.ca/oshanswers/phys_agents/noise_basic.html
<http://www.phys.unsw.edu.au/jw/dB.html>
The decibel (**dB**) is used to measure the intensity of sound. It uses a logarithmic scale and describes a ratio where 0 is at the threshold of human hearing. When measuring sound, filters are usually used. The A scale filter results in sound level meters called dBA that are less sensitive to very high or very low frequencies. The C filter provides more of a measurement of low frequency noise.

STATE OF MAINE
DEPARTMENT OF ENVIRONMENTAL PROTECTION

IN THE MATTER OF

Record Hill Wind LLC)	RECORD HILL WIND LLC'S
Roxbury, Oxford County)	RESPONSE TO THE APPEAL
RECORD HILL WIND PROJECT)	OF THE DEPARTMENT'S POST-
L-24441-24-A-N (approval))	PERMIT DETERMINATION ON
L-24441-TF-B-N (approval))	FINANCIAL CAPACITY

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STATE OF MAINE
DEPARTMENT OF ENVIRONMENTAL PROTECTION

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Record Hill Wind LLC ("RHW") has agreed to provide an updated demonstration of final financial capacity prior to recommencing construction on the project and therefore believes that there is no action to be taken by the Board on this issue at this time.

FACTUAL AND PROCEDURAL BACKGROUND

On August 20, 2009, the Department of Environmental Protection (the "Department") issued the above-captioned permit to RHW for the construction of a 22-turbine expedited wind energy facility (the "Project"). This occurred after a comprehensive review process that included a public meeting where the Department sought and obtained public input on the Project, a review of sound issues by Warren Brown of EnRad Consulting, and a review of health issues by Dr. Dora Mills of the Maine Centers for Disease Control. On September 21, 2009, the Appellants filed an appeal with the Board of Environmental Protection (the "Board") of the Department's Order approving the Project (the "Order"). RHW's response to the appeal of the Department's Order is filed separately. See Record Hill Wind LLC's Response to Appeal of the Department Order Approving the Project.

One of the claims raised by the Appellants was that RHW had not made a demonstration of final financial capacity prior to commencing construction. The Department allows an applicant to make a threshold showing of financial capacity for purposes of permit issuance and typically conditions the permit on a requirement that the applicant demonstrate final financial

capacity prior to commencement of construction. The Department Order approving the Project (the "Order") mistakenly required RHW to demonstrate final financial capacity prior to commencement of operation instead of prior to commencement of construction. See Oder at p. 48, Condition 4. As soon as the error in the Order was brought to the attention of RHW, it immediately complied by submitting a letter from the Northern Trust Company stating that the controlling majority owner of RHW held in excess of \$150 million in unencumbered cash and securities with the bank. (A copy of the letter from Northern Trust Company is attached as Exhibit A.) On October 5, 2009, the Department approved RHW's demonstration of final financial capacity. (A copy of the Department's October 5, 2009 letter is attached as Exhibit B.)

Appellants initially filed a petition for a temporary restraining order (TRO) seeking to halt construction on the Project, but subsequently withdrew that request when the parties agreed that the petition for a TRO could be (i) treated as a timely appeal of the Department's October 5, 2009 decision approving RHW's demonstration of final financial capacity, and (ii) consolidated and heard with the appeal of the Order. This made practical sense because due to business considerations, including volatility in energy prices, RHW has delayed the Project's targeted in-service date until 2011 and, instead of continuing construction through the winter as previously planned, construction at the Project site has now ceased and will not recommence until sometime after mud season in 2010. RHW has agreed to provide the Department with an updated demonstration of final financial capacity prior to recommencement of construction activities due to the lapse in time between the initial showing and recommencement of activities in 2010.

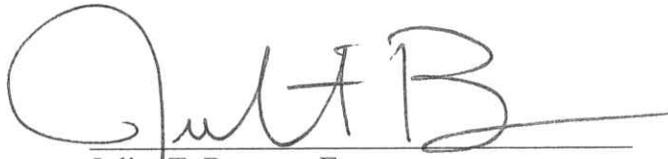
DISCUSSION

Appellants object to the demonstration of financial capacity on essentially two grounds: the first is that the letter from the bank does not identify by name the controlling majority owner of RHW; and the second is that there is no documentation that the unnamed controlling majority owner intends to make those funds available to the applicant for construction of the Project. See Appellants' Petition for a TRO at 2, 4. RHW filed a complete response to Appellants' petition for a restraining order and hereby incorporates by reference that response, including but not limited to the showing that the documentation of financial capacity submitted by RHW complies with both the letter and the intent of the statutory and regulatory standards and there is no basis for the Board to set aside the Department's conclusion to that effect. See RHW's Objection to Appellants' Request for Temporary Restraining Order at 3-7.

Moreover, RHW has already committed to providing updated demonstration of financial capacity prior to recommencing construction on the Project. The updated demonstration of financial capacity will comply with 38 M.R.S.A. § 484(1) and 06-096 CMR Chapter 373 § 1(B). To the extent that final funding will be provided by an entity related to the applicant, such as the majority controlling owner, then RHW will ensure there is appropriate documentation that those funds will be available to RHW for construction of the Project. To the extent that Appellants object to the updated demonstration of financial capacity, they can voice those concerns to the Department and, if the Department approves the showing over their objection, they can then appeal that determination.

In summary, because RHW has agreed to provide an updated showing of financial capacity prior to recommencing construction activities, RHW does not believe there is any action for the Board to take at this time.

Dated: February 10, 2010

A handwritten signature in black ink, appearing to read 'Juliet T. Browne', with a horizontal line drawn underneath the signature.

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EXHIBIT A

The Northern Trust Company
50 South La Salle Street
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(312) 630-6000



Northern Trust

August 27, 2009

David P. Littell
Commissioner
Maine Department of Environmental Protection
17 State House Station
Augusta, Maine 04333-0017

Dear Mr. Littell:

The controlling majority owner of Record Hill Wind, LLC ("the Client") has been a custody client of The Northern Trust Corporation ("the Bank") for seven years. At the behest of the Client, we are confirming the Client's availability of funds to finance the development of a windfarm in Maine by Record Hill Wind, LLC, permitted by Draft Permit # L-24441-24-A-N/L-2441-TF-B-N ("the Development"). We understand the estimated cost of the Development to be approximately \$120 million.

As of August 21, 2009, the Client had unencumbered cash and securities at the Bank in excess of \$150 million, and on every day of at least the past year, has had unencumbered cash and securities of at least \$150 million.

The Bank makes no claims about the continued availability of those assets. This letter does not represent a letter of credit from the Bank, and the Bank is in no way compelled to fund any aspect of the Development.

Yours truly,

Kimberly A. Miller
Senior Vice President

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EXHIBIT B



STATE OF MAINE
DEPARTMENT OF ENVIRONMENTAL PROTECTION

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COPY

JOHN ELIAS BALDACCI
GOVERNOR

DAVID P. LITTELL
COMMISSIONER

October 5, 2009

Robert Gardiner
Independence Wind
110 Foreside Road
Cumberland Foreside, ME 04110-1434

**RE: DEP ORDER #L-24441-24-A-N/L-24441-TF-B-N
RECORD HILL WIND PROJECT – FINAL EVIDENCE OF FINANCIAL ASSURANCE**

Dear Mr. Gardiner:

As you are aware, the Department granted approval to construct a 50.6-megawatt wind energy development project, known as the Record Hill Wind Project, on August 20, 2009, as referenced in the Department Order mentioned above.

The Order was appealed to the Board of Environmental Protection by the Concerned Citizens to Save Roxbury and other parties on September 21, 2009. One of the issues raised by the appellants is in regard to Finding 3 of the Order and the related condition of approval concerning Financial Capacity. Finding 3 states "The Department finds that the applicant has demonstrated adequate financial capacity to comply with Department standards provided that the applicant submits final evidence of financial capacity prior to the start of construction as referenced above". The conclusion and condition of approval which stem from the finding on financial capacity state "The applicant has provided adequate evidence of financial capacity and technical ability to develop the project in a manner consistent with state environmental standards provided that prior to the start of operation, the applicant submits evidence for review and approval that it has been granted a line of credit or a loan by a financial institution authorized to do business in this State, or evidence of another form of financial assurance determined by the Department pursuant to Chapter 373(1), as described in Finding #3" and "Prior to the start of operation, the applicant shall submit final evidence for review and approval that it has been granted a line of credit or loan by a financial institution authorized to do business in this State or evidence of another form of financial assistance determined by the Department to be adequate pursuant to Chapter 373(1) of the Department's Rules", respectively.

The conclusion and Condition 4 are inconsistent with the underlying finding and do not comply with the Site Location of Development Act licensing criterion and the statute found in 38 M.R.S. Section 484(1). The Financial Capacity criterion of the Site Law allows the Commissioner to issue a permit "that conditions any site alterations upon a developer providing the Commissioner with evidence that the developer has been

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STATE OF MAINE
DEPARTMENT OF ENVIRONMENTAL PROTECTION

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GOVERNOR

DAVID P. LITTELL
COMMISSIONER

granted a line of credit or a loan... or with evidence of any other form of financial assurance the Board determines by rule to be accurate." The inconsistency in the Order was a drafting and editing error and the Order should uniformly require that the final demonstration of financial capacity be completed before construction of the project. For this reason, the Department has determined that the finding in the Order stands and must be adhered to as it is stated in statute.

In response to our clarification of this matter, which was conveyed to you by telephone on October 1, 2009, a letter, dated August 27, 2009, from The Northern Trust Company was submitted to the Department in regards to financial capacity. The letter confirms that Record Hill Wind, LLC. currently has adequate funds to finance the Record Hill Wind Project by means of unencumbered cash and securities held by The Northern Trust Company.

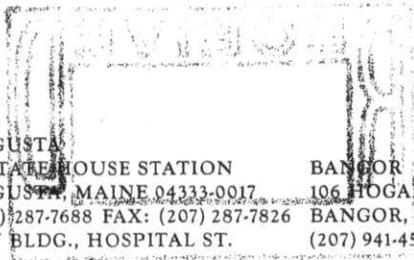
After review of this letter, the Department has determined that this evidence of financial capacity to develop the project is consistent with state environmental standards. Therefore, the Department's requirement to demonstrate financial capacity as stated in Finding 3 of Department Order #L-24441-24-A-N/L-24441-TF-B-N has been met and complies with Department standards.

If you have any additional questions in regards to this matter, please feel free to contact me or Marybeth Richardson. I may be reached at (207) 287-7898 or via email at Beth.Callahan@maine.gov. Marybeth may be reached at 822-6335 or via email at Marybeth.Richardson@maine.gov.

Sincerely,

Beth Callahan, Project Manager
Division of Land Resource Regulation
Bureau of Land & Water Quality

Cc: File



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