


**RESOLUTION OF THE SOLE MEMBER
OF
ALGONQUIN WATER RESOURCES OF MISSOURI, LLC
(the "Entity")**

Approval of Noel Purchase

1. **RESOLVED** that the purchase by the Entity of the water utility assets of Noel Water Co., Inc. located in Southwest Missouri is approved upon the terms and conditions presented to the Sole Member.
2. **RESOLVED** further that Ian Robertson, David Paseika, David Bronicheski and Chris Jarratt be, and hereby are, authorized and directed, for and on behalf of the Entity, to execute all and any other agreements, documents, and instruments necessary or appropriate, in order to consummate the purchase on such terms and conditions.
3. **RESOLVED** further that the acts and deeds of the managers of the Entity necessary or appropriate to carry out the intent and purposes of these resolutions be, and the same hereby are, ratified, confirmed and adopted as the acts and deeds of the Entity.

The foregoing resolution is hereby consented to by the sole member of the Entity effective the 1st day of March, 2011.



Ian Robertson
President, Liberty Water Co.