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Attorneys for Fergus Electric Cooperative, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MONTANA**

IN RE:)
)
SOUTHERN MONTANA ELECTRIC) Case No. 11-62031
GENERATION AND TRANSMISSION)
COOPERATIVE, INC.)
)
Debtor.)

JOINT MEMBERS' WITNESS LIST

Fergus Electric Cooperative, Inc., Beartooth Electric Cooperative, Inc., and Mid-Yellowstone Electric Cooperative, Inc., jointly submit the following list of witnesses for the hearing scheduled for November 12, 2013 at 1:30 p.m., in Billings, Montana.

1. Lee A. Freeman, Chapter 11 Trustee;
2. David Dover;

3. Scott Sweeney;
4. Jerry Jim DeCock;
5. Ted Church;
6. Arlene Boyd;
7. Carrie Boysun;
8. Any witnesses present in the courtroom or available to testify by video;
9. Witnesses necessary to lay foundation for exhibits;
10. Rebuttal witnesses; and
11. Any witness listed or called by any other party.

DATED this 6th day of November, 2013.

GOETZ, BALDWIN & GEDDES, P.C.

By: /s/Trent M. Gardner

Trent M. Gardner
Attorneys for Fergus Electric Cooperative, Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies under penalty of perjury that on November 6, 2013, a copy of the foregoing pleading was served (i) by electronic means pursuant to LBR 9013-1(c) on the parties noted in the Court's ECF transmission facilities and/or (ii) by mail on the following parties: None.

/s/Trent M. Gardner

Trent M. Gardner
GOETZ, BALDWIN & GEDDES, P.C.
ATTORNEYS FOR FERGUS ELECTRIC
COOPERATIVE, INC.