

EXHIBIT 3

UNITED STATES DISTRICT COURT
DISTRICT OF MAINE

FRIENDS OF MERRYMEETING BAY AND)
ENVIRONMENT MAINE,)

Plaintiffs)

v.)

TOPSHAM HYDRO PARTNERS LIMITED)
PARTNERSHIP,)

Defendant.)

Civil Action No.
2:11-cv-00037

**DEFENDANT TOPSHAM HYDRO PARTNERS LIMITED PARTNERSHIP'S
OBJECTIONS AND RESPONSES TO PLAINTIFFS' FIRST
REQUEST FOR PRODUCTION OF DOCUMENTS**

Pursuant to Rule 34 of the Rules of Civil Procedure, Defendant Topsham Hydro Partners Limited Partnership ("Topsham Hydro"), by and through its undersigned counsel, objects and responds to Plaintiffs' First Request for Production of Documents as follows:

GENERAL OBJECTIONS

The following General Objections apply to and are incorporated by reference in each and every response to Plaintiffs' requests for production of documents and other matter (the "requests" or "document requests"), whether or not specifically stated.

1. Topsham Hydro objects to these requests, and the definitions and instructions thereto, to the extent they seek to impose obligations on Topsham Hydro that are inconsistent with and/or beyond the scope of those imposed or authorized by the Federal Rules of Civil Procedure or the Rules of this Court.

2. Topsham Hydro objects to these requests to the extent they seek disclosure of documents and information that constitute work product, are protected by the attorney-client privilege or are otherwise privileged or protected from discovery. Such documents and

waiver of the foregoing objections and all General Objections, responsive documents, if any, will be produced

Request No. 8. All documents relating to the presence of Atlantic salmon in the Androscoggin River upstream or downstream of the dam.

OBJECTION AND RESPONSE: Topsham Hydro objects on the grounds that the request is overly broad and unduly burdensome and seeks documents that are neither relevant to the claims and defenses raised in this action, nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiver of the foregoing objections and all General Objections, responsive documents, if any, will be produced.

Request No. 9. All documents, including all correspondence with federal agencies or their personnel, relating to any efforts by Defendant to obtain an “incidental take permit” or “incidental take statement” pursuant to the federal Endangered Species Act (“ESA”), or otherwise relating to compliance with the ESA.

OBJECTION AND RESPONSE: Topsham Hydro objects on the grounds that the request is overly broad and unduly burdensome and seeks documents that are neither relevant to the claims and defenses raised in this action, nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiver of the foregoing objections and all General Objections, responsive documents, if any, will be produced.

Request No. 10. For the period 2006 through the present, documents sufficient to show the amount of electricity generated by the dam on a monthly basis, the revenue produced by the generation and sale of such electricity, the annual costs of operating and maintaining the dam, and capital expenditures for the dam (including planned capital expenditures).

OBJECTION: Topsham Hydro objects on the grounds that the request is overly broad

and unduly burdensome and seeks documents that are neither relevant to the claims and defenses raised in this action, nor reasonably calculated to lead to the discovery of admissible evidence.

Request No. 11. Audited financial statements for the period 2006 to the present for the Defendant. If there are no audited financial statements, then produce unaudited financial statements.

OBJECTION: Topsham Hydro objects on the grounds that the request is overly broad and unduly burdensome and seeks documents that are neither relevant to the claims and defenses raised in this action, nor reasonably calculated to lead to the discovery of admissible evidence.

Request No. 12. A current organization chart for the Defendant.

RESPONSE: A responsive document, if any, will be produced.

Request No. 13. Documents sufficient to describe Defendant's and other entities' ownership stake in the dam.

OBJECTION: Topsham Hydro objects on the grounds that the request is overly broad and unduly burdensome and seeks documents that are neither relevant to the claims and defenses raised in this action, nor reasonably calculated to lead to the discovery of admissible evidence.

Request No. 14. The currently effective Federal Energy Regulatory Commission ("FERC") license for the dam, including all attachments, modifications, and amendments.

RESPONSE: Responsive documents, if any, will be produced at a mutually convenient time and location.

Request No. 15. All documents relating to any application by Defendant to amend its currently effective FERC license for the dam.

OBJECTION AND RESPONSE: Topsham Hydro objects on the grounds that the request is overly broad and unduly burdensome and seeks documents that are neither relevant to