OTTER TAIL CORP

Form 4

August 31, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

burden hours per response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MACFARLANE JOHN C			2. Issuer Name and Ticker or Trading Symbol OTTER TAIL CORP [OTTR]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
215 S CASCADE ST			(Month/Day/Year) 08/29/2006	X Director 10% Owner Officer (give title below) Other (specify below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
FERGUS FALLS, MN 56537-2801				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactior Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			Beneficially Form: Owned Direct (I Following or Indire Reported (I) Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect	Beneficial) Ownership	
Common	08/29/2006		Code V M	Amount 13,000	(D)	Price \$	(Instr. 3 and 4) 15,305	D	
Stock						19.1875			
Common Stock	08/29/2006		S	8,599	D	\$ 30.25	6,706	D	
Common Stock	08/29/2006		S	2,200	D	\$ 30.26	4,506	D	
Common Stock	08/29/2006		S	2,100	D	\$ 30.27	2,406	D	
Common Stock	08/29/2006		S	101	D	\$ 30.28	2,305 (1)	D	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ivative Expiration Date urities (Month/Day/Year) quired (A) Disposed of ttr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 19.1875	08/29/2006		M	13,000	(2)	02/22/2009	Common Stock	52,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Praint / Address	Director	10% Owner	Officer	Other		
MACFARLANE JOHN C						
215 S CASCADE ST	X					
FERGUS FALLS, MN 56537-2801						

Signatures

/s/ John C MacFarlane by Debra J Lill
-POA

08/31/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - These shares are held jointly with his wife. See below for holdings: 1. Direct holding of 24,575.2142 shares held in Dividend Reinvestment Plan. 2. Direct holding of 2,373.0408 shares held in Employee Stock Purchase Plan. 3. Direct holding of 4,100 shares
- (1) which is a grant of Restricted Stock. 4. Direct holding of 7,861 shares which no longer carries the restriction. 5. Indirect holding of 20,462.6689 shares held by ESOP. 6. Indirect holding of 3,441.2810 shares held by an IRA. 7. 100,000 stock options with expiration date of 4/9/2010. 8. 100,000 stock options with expiration date of 4/8/2011.
- (2) The options become exercisable in four equal annual installments on the anniversaries of the date of grant, beginning February 23, 2000. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Reporting Owners 2

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