



Application for Appraised Value Limitation on Qualified Property (Tax Code, Chapter 313, Subchapter B or C)

Form 50-296
(Revised May 2010)

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application.
- This notice must include:
 - the date on which the school district received the application;
 - the date the school district determined that the application was complete;
 - the date the school board decided to consider the application; and
 - a request that the comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original completed application to the Comptroller in a three-ring binder with tabs separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its Web site. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules as explained in the Confidentiality Notice below.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, make a recommendation to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application before the 151st day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to complete the recommendation, economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's Web site to find out more about the program at <http://www.window.state.tx.us/taxinfo/proptax/hb1200/index.html>. There are links on this Web page to the Chapter 313 statute, rules and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION

Authorized School District Representative

Date application received by district
02-11-13

First Name Christina	Last Name Gutierrez
--------------------------------	-------------------------------

Title Superintendent

School District Name Bishop Consolidated Independent School District
--

Street Address 719 East Sixth Street
--

Mailing Address

City Bishop	State TX	ZIP 78343
Phone Number 361-584-3591 ext.221	Fax Number 361-584-3593 ext. 316	
Mobile Number (optional)	E-mail Address cgutierrez2@bishopcisd.esc2.net	

I authorize the consultant to provide and obtain information related to this application..... Yes No

Will consultant be primary contact? Yes No



SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized School District Consultant (If Applicable)

First Name
Kevin

Last Name
O'Hanlon

Title

Firm Name

O'Hanlon, McCollom, & Demerath

Street Address

808 West Avenue

Mailing Address

City
Austin

State
TX

ZIP
78701

Phone Number

512-494-9949

Fax Number

512-494-9919

Mobile Number (Optional)

E-mail Address
kohanlon@808west.com & mhanley@808west.com

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

Signature (Authorized School District Representative)

Date

2-11-13

Has the district determined this application complete? Yes No

If yes, date determined complete. 02-21-13

Have you completed the school finance documents required by TAC 9.1054(c)(3)? Yes No

SCHOOL DISTRICT CHECKLIST AND REQUESTED ATTACHMENTS

	Checklist	Page X of 16	Check Completed
1	Date application received by the ISD	1 of 16	X
2	Certification page signed and dated by authorized school district representative	2 of 16	X
3	Date application deemed complete by ISD	2 of 16	X
4	Certification pages signed and dated by applicant or authorized business representative of applicant	4 of 16	X
5	Completed company checklist	12 of 16	X
6	School finance documents described in TAC 9.1054(c)(3) (Due within 20 days of district providing notice of completed application)	2 of 16	Will Supplement

APPLICANT INFORMATION - CERTIFICATION OF APPLICATION

Authorized Business Representative (Applicant)

First Name **Heather** Last Name **Otten**

Title **Vice President, Southwest Development**

Organization **EC&R Development, LLC**

Street Address **701 Brazos Street, Suite 1400**

Mailing Address

City **Austin** State **TX** ZIP **78701**

Phone Number **512-482-4027** Fax Number **512-494-9581**

Mobile Number (optional) Business e-mail Address **heather.otten@eon.com**

Will a company official other than the authorized business representative be responsible for responding to future information requests? Yes No

If yes, please fill out contact information for that person.

First Name **Makell** Last Name **Matney**

Title **Development Manager**

Organization **EC&R Development, LLC**

Street Address **701 Brazos Street, Suite 1400**

Mailing Address

City **Austin** State **TX** ZIP **78701**

Phone Number **512-482-4067** Fax Number **512-494-9581**

Mobile Number (optional) E-mail Address **makell.matney@eon.com**

I authorize the consultant to provide and obtain information related to this application... Yes No

Will consultant be primary contact? Yes No



APPLICANT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized Company Consultant (if Applicable)

First Name

N/A

Last Name

Title

Firm Name

Street Address

Mailing Address

City

State

ZIP

Phone Number

Fax Number

Business email Address

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application is true and correct to the best of my knowledge and belief. I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

Signature (Authorized Business Representative (Applicant))

Vice President, Heather Otten

Date

02-15-2013

GIVEN under my hand and seal of office this 15th day of February, 2013



Notary Public, State of Texas

(Notary Seal)

My commission expires 1-10-15

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code § 37.10.

FEES AND PAYMENTS

Enclosed is proof of application fee paid to the school district.

For the purpose of this question, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

Please answer only either A OR B:

A. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code, 313.027(i)? Yes No

B. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? ... Yes No

BUSINESS APPLICANT INFORMATION

Legal Name under which application is made

Patriot Wind Farm, LLC

Texas Taxpayer I.D. Number of entity subject to Tax Code, Chapter 171 (11 digits)

32048398880

NAICS code

221, 119

Is the applicant a party to any other Chapter 313 agreements? Yes No

If yes, please list name of school district and year of agreement.

Please see attached on Checklist Item 3

APPLICANT BUSINESS STRUCTURE

Registered to do business in Texas with the Texas Secretary of State? Yes No

Identify business organization of applicant (corporation, limited liability corporation, etc.)

Limited Liability Company

1. Is the applicant a combined group, or comprised of members of a combined group, as defined by Texas Tax Code Chapter 171.0001(7)? Yes No
 If so, please attach documentation of the combined group membership and contact information.

2 Is the applicant current on all tax payments due to the State of Texas? Yes No

3. Are all applicant members of the combined group current on all tax payments due to the State of Texas? NA Yes No

If the answer to either question is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (Use attachment if necessary.)



ELIGIBILITY UNDER TAX CODE CHAPTER 313.024

Are you an entity to which Tax Code, Chapter 171 applies? Yes No

The property will be used as an integral part, or as a necessary auxiliary part, in one of the following activities:

- (1) manufacturing Yes No
- (2) research and development Yes No
- (3) a clean coal project, as defined by Section 5.001, Water Code Yes No
- (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code Yes No
- (5) renewable energy electric generation Yes No
- (6) electric power generation using integrated gasification combined cycle technology Yes No
- (7) nuclear electric power generation Yes No
- (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7) Yes No

Are you requesting that any of the land be classified as qualified investment? Yes No

Will any of the proposed qualified investment be leased under a capitalized lease? Yes No

Will any of the proposed qualified investment be leased under an operating lease? Yes No

Are you including property that is owned by a person other than the applicant? Yes No

Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment? Yes No

PROJECT DESCRIPTION

Provide a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information. (Use attachments as necessary)

Please see Checklist Item 4 for a complete project description

Describe the ability of your company to locate or relocate in another state or another region of the state.

Please see Checklist Item 4 for a complete project description

PROJECT CHARACTERISTICS (CHECK ALL THAT APPLY)

- New Jobs Construct New Facility New Business / Start-up Expand Existing Facility
- Relocation from Out-of-State Expansion Purchase Machinery & Equipment
- Consolidation Relocation within Texas

PROJECTED TIMELINE

Begin Construction Fourth Quarter 2013 Begin Hiring New Employees First Quarter 2014

Construction Complete Third Quarter 2014 Fully Operational Fourth Quarter 2014

Purchase Machinery & Equipment Third Quarter 2013

Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? Yes No

Note: Improvements made before that time may not be considered qualified property.

When do you anticipate the new buildings or improvements will be placed in service? Second Quarter 2014

INVESTMENT

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as rural, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's Web site at www.window.state.tx.us/faxinfo/proptax/hb1200/values.html.

At the time of application, what is the estimated minimum qualified investment required for this school district? \$30,000,000.00

What is the amount of appraised value limitation for which you are applying? \$30,000,000.00

What is your total estimated qualified investment? \$235,850,000.00

NOTE: See 313.021(1) for full definition. Generally, Qualified Investment is the sum of the investment in tangible personal property and buildings and new improvements made between beginning of the qualifying time period (date of application final approval by the school district) and the end of the second complete tax year.

What is the anticipated date of application approval? May 13, 2013

What is the anticipated date of the beginning of the qualifying time period? January 1, 2014

What is the total estimated investment for this project for the period from the time of application submission to the end of the limitation period? \$235,850,000.00

Describe the qualified investment.[See 313.021(1).]

Attach the following items to this application:

- (1) a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by tax Code §313.021, Yes No
- (2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your minimum qualified investment and
- (3) a map of the qualified investment showing location of new buildings or new improvements with vicinity map. Yes No

Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or 313.053 for rural school districts) for the relevant school district category during the qualifying time period? Yes No

Except for new equipment described in Tax Code §151.318(q) or (q-1), is the proposed tangible personal property to be placed in service for the first time:

- (1) in or on the new building or other new improvement for which you are applying? Yes No
- (2) if not in or on the new building or other new improvement for which you are applying for an appraised value limitation, is the personal property necessary and ancillary to the business conducted in the new building or other new improvement? Yes No
- (3) on the same parcel of land as the building for which you are applying for an appraised value limitation? Yes No

("First placed in service" means the first use of the property by the taxpayer.)

Will the investment in real or personal property you propose be counted toward the minimum qualified investment required by Tax Code §313.023, (or 313.053 for rural school districts) be first placed in service in this state during the applicable qualifying time period? Yes No

Does the investment in tangible personal property meet the requirements of Tax Code §313.021(1)? Yes No

If the proposed investment includes a building or a permanent, non-removable component of a building, does it house tangible personal property? Yes No

QUALIFIED PROPERTY

Describe the qualified property. [See 313.021(2)] (If qualified investment describes qualified property exactly you may skip items (1), (2) and (3) below.)

Attach the following items to this application:

- (1) a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021,
- (2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your qualified property and
- (3) a map of the qualified property showing location of new buildings or new improvements – with vicinity map.

Land

Is the land on which you propose new construction or improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? Yes No

If you answered "no" to the question above, what is the anticipated date on which you will submit proof of a reinvestment zone with boundaries encompassing the land on which you propose new construction or improvements? May 6, 2013

Will the applicant own the land by the date of agreement execution? Yes No
Will the project be on leased land? Yes No

QUALIFIED PROPERTY (CONTINUED)

If the land upon which the new building or new improvement is to be built is part of the qualified property described by §313.021(2)(A), please attach complete documentation, including:

1. Legal description of the land
2. Each existing appraisal parcel number of the land on which the improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property
3. Owner
4. The current taxable value of the land. Attach estimate if land is part of larger parcel.
5. A detailed map (with a vicinity map) showing the location of the land

Attach a map of the reinvestment zone boundaries, certified to be accurate by either the governmental entity creating the zone, the local appraisal district, or a licensed surveyor. (With vicinity map)

Attach the order, resolution or ordinance establishing the zone, and the guidelines and criteria for creating the zone, if applicable.

Miscellaneous

Is the proposed project a building or new improvement to an existing facility? Yes No

Attach a description of any existing improvements and include existing appraisal district account numbers.

List current market value of existing property at site as of most recent tax year. NA (Market Value) _____ (Tax Year)

Is any of the existing property subject to a value limitation agreement under Tax Code 313? Yes No

Will all of the property for which you are requesting an appraised value limitation be free of a tax abatement agreement entered into by a school district for the duration of the limitation? Yes No

WAGE AND EMPLOYMENT INFORMATION

What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? Zero

The last complete calendar quarter before application review start date is the:

First Quarter Second Quarter Third Quarter Fourth Quarter of 2012

(Year)

What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the TWC? Zero

Note: For job definitions see TAC §9.1051(14) and Tax Code 313.021(3). If the applicant intends to apply a definition for "new job" other than TAC §9.1051(14)(C), then please provide the definition of "new job" as used in this application. _____

Total number of new jobs that will have been created when fully operational Ten (10)

Do you plan to create at least 25 new jobs (at least 10 new jobs for rural school districts) on the land and in connection with the new building or other improvement? Yes No

Do you intend to request that the governing body waive the minimum new job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No

If you answered "yes" to the question above, attach evidence documenting that the new job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards. **Note: Even if a minimum new job waiver is provided, 80% of all new jobs must be qualifying jobs pursuant to Texas Tax Code, §313.024(d).**

What is the maximum number of qualifying jobs meeting all criteria of §313.021(3) you are committing to create? Eight (8)

If this project creates more than 1,000 new jobs, the minimum required wage for this project is 110% of the average county weekly wage for all jobs as described by 313.021(3)(E)(ii). _____

If this project creates less than 1,000 new jobs, does this district have territory in a county that meets the demographic characteristics of 313.051(2)? (see table of information showing this district characteristic at <http://www.window.state.tx.us/taxinfo/proptax/hb200/values.html>)

If yes, the applicant must meet wage standard described in 313.051(b) (110% of the regional average weekly wage for manufacturing)

If no, the applicant shall designate one of the wage standards set out in §§313.021(5)(A) or 313.021(5)(B). _____



WAGE AND EMPLOYMENT INFORMATION (CONTINUED)

For the following three wage calculations please include on an attachment the four most recent quarters of data for each wage calculation. Show the average and the 110% calculation. Include documentation from TWC Web site. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(7).

110% of the county average weekly wage for all jobs (all industries) in the county is \$882.48

110% of the county average weekly wage for manufacturing jobs in the county is \$1,434.13

110% of the county average weekly wage for manufacturing jobs in the region is \$983.42

Please identify which Tax Code section you are using to estimate the wage standard required for this project:

§313.021(5)(A) or §313.021(5)(B) or §313.021(3)(E)(ii), or §313.051(b)?

What is the estimated minimum required annual wage for each qualifying job based on the qualified property? \$51,137.90

What is the estimated minimum required annual wage you are committing to pay for each of the qualifying jobs you create on the qualified property? \$51,137.90

Will 80% of all new jobs created by the owner be qualifying jobs as defined by 313.021(3)? Yes No

Will each qualifying job require at least 1,600 of work a year? Yes No

Will any of the qualifying jobs be jobs transferred from one area of the state to another? Yes No

Will any of the qualifying jobs be retained jobs? Yes No

Will any of the qualifying jobs be created to replace a previous employee? Yes No

Will any required qualifying jobs be filled by employees of contractors? Yes No

If yes, what percent? Up to 70%

Does the applicant or contractor of the applicant offer to pay at least 80% of the employee's health insurance premium for each qualifying job? Yes No

Describe each type of benefits to be offered to qualifying jobholders. (Use attachments as necessary.)

Please see Checklist Item 15

ECONOMIC IMPACT

Is an Economic Impact Analysis attached (if supplied by other than the Comptroller's office)? Yes No

Is Schedule A completed and signed for all years and attached? Yes No

Is Schedule B completed and signed for all years and attached? Yes No

Is Schedule C (Application) completed and signed for all years and attached? Yes No

Is Schedule D completed and signed for all years and attached? Yes No

Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.

If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, please attach a separate schedule showing the amount for each year affected, including an explanation.

CONFIDENTIALITY NOTICE**Property Tax Limitation Agreement Applications
Texas Government Code Chapter 313
Confidential Information Submitted to the Comptroller**

Generally, an application for property tax value limitation, the information provided therein, and documents submitted in support thereof, are considered public information subject to release under the Texas Public Information Act.

There is an exception, outlined below, by which information will be withheld from disclosure.

The Comptroller's office will withhold information from public release if:

- 1) it describes the specific processes or business activities to be conducted or the specific tangible personal property to be located on real property covered by the application;
- 2) the information has been segregated in the application from other information in the application; and
- 3) the party requesting confidentiality provides the Comptroller's office a list of the documents for which confidentiality is sought and for each document lists the specific reasons, including any relevant legal authority, stating why the material is believed to be confidential.

All applications and parts of applications which are not segregated and marked as confidential as outlined above will be considered public information and will be posted on the internet.

Such information properly identified as confidential will be withheld from public release unless and until the governing body of the school district acts on the application, or we are directed to do so by a ruling from the Attorney General.

Other information in the custody of a school district or the comptroller submitted in connection with the application, including information related to the economic impact of a project or the essential elements of eligibility under Texas Tax Code, Chapter 313, such as

the nature and amount of the projected investment, employment, wages, and benefits, will not be considered confidential business information and will be posted on the internet.

All documents submitted to the Comptroller, as well as all information in the application once the school district acts thereon, are subject to public release unless specific parts of the application or documents submitted with the application are identified as confidential. Any person seeking to limit disclosure of such submitted records is advised to consult with their legal counsel regarding disclosure issues and also to take the appropriate precautions to safeguard copyrighted material, trade secrets, or any other proprietary information. The Comptroller assumes no obligation or responsibility relating to the disclosure or nondisclosure of information submitted by respondents. A person seeking to limit disclosure of information must submit in writing specific detailed reasons, including any relevant legal authority, stating why that person believes the material to be confidential.

The following outlines how the Comptroller's office will handle requests for information submitted under the Texas Public Information Act for application portions and submitted records appropriately identified as confidential.

- This office shall forward the request for records and a copy of the documents at issue to the Texas Attorney General's office for an opinion on whether such information may be withheld from disclosure under the Texas Public Information Act.
- The Comptroller will notify the person who submitted the application/documents when the information is forwarded to the Attorney General's office.
- Please be aware that this Office is obligated to comply with an Attorney General's decision, including release of information ruled public even if it was marked confidential.



Application for Appraised Value Limitation on Qualified Property

COMPANY CHECKLIST AND REQUESTED ATTACHMENTS

	Checklist	Page X of 16	Check Completed
1	Certification pages signed and dated by Authorized Business Representative (applicant)	4 of 16	✓
2	Proof of Payment of Application Fee (Attachment)	5 of 16	✓
3	For applicant members, documentation of Combined Group membership under Texas Tax Code 171.0001(7) (if Applicable) (Attachment)	5 of 16	✓
4	Detailed description of the project	6 of 16	✓
5	If project is located in more than one district, name other districts and list percentage in each district (Attachment)	7 of 16	✓
6	Description of Qualified Investment (Attachment)	8 of 16	✓
7	Map of qualified investment showing location of new buildings or new improvements with vicinity map.	8 of 16	✓
8	Description of Qualified Property (Attachment)	8 of 16	✓
9	Map of qualified property showing location of new buildings or new improvements with vicinity map	8 of 16	✓
10	Description of Land (Attachment)	9 of 16	✓
11	A detailed map showing location of the land with vicinity map.	9 of 16	✓
12	A description of all existing (if any) improvements (Attachment)	9 of 16	✓
13	Request for Waiver of Job Creation Requirement (if applicable) (Attachment)	9 of 16	N/A
14	Calculation of three possible wage requirements with TWC documentation. (Attachment)	10 of 16	✓
15	Description of Benefits	10 of 16	✓
16	Economic Impact (if applicable)	10 of 16	N/A
17	Schedule A completed and signed	13 of 16	✓
18	Schedule B completed and signed	14 of 16	✓
19	Schedule C (Application) completed and signed	15 of 16	✓
20	Schedule D completed and signed	16 of 16	✓
21	Map of Reinvestment Zone (Attachment) (Showing the actual or proposed boundaries and size, Certified to be accurate by either the government entity creating the zone, the local appraisal district, or a licensed surveyor, with vicinity map)*	9 of 16	✓
22	Order, Resolution, or Ordinance Establishing the Zone (Attachment)*	9 of 16	✓
23	Legal Description of Reinvestment Zone (Attachment)*	9 of 16	✓
24	Guidelines and Criteria for Reinvestment Zone(Attachment)*	9 of 16	✓

*To be submitted with application or before date of final application approval by school board.

Proof of payment of filing fee received by the
Comptroller of Public Accounts per TAC Rule
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of Public
Accounts)*

Checklist Item 3



Comptroller of Public Accounts
 05 165 (9/09/21)
 Tcode 13298

TEXAS FRANCHISE TAX
 EXTENSION AFFILIATE LIST

Reporting entity taxpayer number: 1 7 4 3 2 4 5 0 5 4 6
 Report year: 2 0 1 1
 Reporting entity taxpayer name: E.ON North America Holdings, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER <small>(If none, enter FEI number)</small>										BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS	
1. EC&R SERVICES, LLC	3	2	0	4	2	2	0	6	6	1	8	<input type="radio"/>
2. EC&R ASSET MANAGEMENT, LLC	3	2	0	3	3	6	2	0	9	0	0	<input type="radio"/>
3. EC&R O&M, LLC	3	2	0	3	0	3	5	4	8	4	2	<input type="radio"/>
4. EC&R ENERGY MARKETING, LLC	3	2	0	4	1	7	0	8	3	4	1	<input type="radio"/>
5. EC&R QSE, LLC	3	2	0	3	3	7	5	9	0	2	1	<input type="radio"/>
6. EC&R DEVELOPMENT, LLC	3	2	0	3	9	4	5	1	5	3	2	<input type="radio"/>
7. EC&R SHERMAN, LLC	3	2	0	3	7	1	3	2	8	1	1	<input type="radio"/>
8. EC&R PAPALOTE CREEK I, LLC	3	2	0	3	7	1	3	2	7	2	0	<input type="radio"/>
9. EC&R PAPALOTE CREEK II, LLC	3	2	0	3	7	1	3	2	6	6	2	<input type="radio"/>
10. FOREST CREEK INVESTCO INC.	1	7	1	0	9	9	2	4	7	2	4	<input checked="" type="radio"/>
11. MUNNSVILLE INVESTCO, LLC	3	0	0	5	4	3	4	7	1			<input checked="" type="radio"/>
12. MUNNSVILLE WF HOLDCO, LLC	2	6	1	9	5	2	0	7	7			<input checked="" type="radio"/>
13. MUNNSVILLE WIND FARM, LLC	2	6	1	9	5	2	0	7	7			<input checked="" type="radio"/>
14. EC&R PANTHER CREEK WF 1&II HOLDCO, LLC	2	0	0	0	7	5	1	6	8			<input checked="" type="radio"/>
15. EC&R PANTHER CREEK WIND FARM 1&II, LLC	3	2	0	3	3	8	2	6	2	4	2	<input type="radio"/>
16. PYRON WF HOLDCO, LLC	2	0	0	0	7	5	1	6	8			<input checked="" type="radio"/>
17. PYRON WIND FARM, LLC	3	2	0	3	3	8	2	6	0	9	3	<input type="radio"/>
18. INADALE WF HOLDCO, LLC	2	0	0	0	7	5	1	6	8			<input checked="" type="radio"/>
19. INADALE WIND FARM, LLC	3	2	0	3	3	8	2	6	0	6	9	<input type="radio"/>
20. EC&R INVESTCO MGMT, LLC	2	7	1	7	6	8	9	4	3			<input checked="" type="radio"/>
21. STONY CREEK WF HOLDCO, LLC	2	0	0	0	7	5	1	6	8			<input checked="" type="radio"/>

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Texas Comptroller Official Use Only

VE/DE FM





05-165
(9/09/21)

Tcode 13298

**TEXAS FRANCHISE TAX
EXTENSION AFFILIATE LIST**

Reporting entity taxpayer number

1 7 4 3 2 4 5 0 5 4 6

Report Year

2 0 1 1

Reporting entity taxpayer name

E.ON North America Holdings, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER <small>(if none, enter FEI number)</small>										BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS		
	2	0	0	7	5	1	6	8					
1. STONY CREEK WIND FARM, LLC	2	0	0	0	7	5	1	6	8		<input checked="" type="radio"/>		
2. EC&R PANTHER CREEK WF III HOLDCO, LLC	3	2	0	3	7	4	3	1	6	4	3	<input checked="" type="radio"/>	
3. EC&R PANTHER CREEK WIND FARM III, LLC	3	3	2	0	3	7	4	3	1	6	6	8	<input type="radio"/>
4. VENADO WIND FARM, LLC	3	2	0	3	8	4	0	5	9	0	1		<input type="radio"/>
5. SETTLERS TRAIL WIND FARM, LLC	2	7	2	3	0	1	2	4	5				<input checked="" type="radio"/>
6. PIONEER TRAIL WIND FARM, LLC	8	0	0	6	4	2	2	8	0				<input checked="" type="radio"/>
7. FLATLANDS WIND FARM, LLC	2	0	0	0	7	5	1	6	8				<input checked="" type="radio"/>
8. EC&R INVESTCO MGMT II, LLC	9	0	0	5	4	4	2	4	8				<input checked="" type="radio"/>
9. CORDOVA WIND FARM, LLC	2	0	0	0	7	5	1	6	8				<input checked="" type="radio"/>
10. MAGIC VALLEY WIND FARM I, LLC	3	2	0	4	2	8	4	5	6	4	7		<input type="radio"/>
11. EC&R NA SOLAR PV, LLC	3	2	0	4	3	7	1	6	9	8	7		<input checked="" type="radio"/>
12. EC&R FINCO 2008, LLC	3	2	0	3	3	2	4	3	7	5	2		<input checked="" type="radio"/>
13. NV POWER, L.P.	3	2	0	3	5	4	5	0	8	9	2		<input type="radio"/>
14. AIRTRICITY RENEWABLE GENERATION CENTE	3	2	0	3	5	3	8	4	4	9	7		<input type="radio"/>
15. RENEWABLE GENERATION HOLDINGS INC.	1	7	1	0	8	8	1	5	2	8	7		<input type="radio"/>
16. E.ON CLIMATE & RENEWABLES NORTH AMERIC	1	2	0	0	0	7	5	1	6	8	0		<input type="radio"/>
17.													<input type="radio"/>
18.													<input type="radio"/>
19.													<input type="radio"/>
20.													<input type="radio"/>
21.													<input type="radio"/>

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Texas Comptroller Official Use Only

VE/DF IM



E.ON Climate & Renewables N.A., Inc.

Existing Chapter 313 Agreements

Taxing Entity	Agreement Date
Brackett ISD	12/21/2009
Forsan ISD	10/27/2008
Glasscock ISD	10/13/2008
Gregory-Portland ISD	12/15/2009
Hermleigh ISD	11/11/2008
Highland ISD	8/6/2007
Howard College	12/17/2007
Lorraine ISD	9/10/2007
Lyford CISD	12/14/2009
Odem-Edroy ISD	12/19/2008
Raymondville ISD	12/14/2009
Roscoe ISD	9/10/2007
San Perlita ISD	12/15/2009
Sinton ISD	12/15/2008
Sterling City ISD	4/5/2006
Taft ISD	12/15/2009
West Texas College	12/22/2007

Project Description – Patriot Wind Farm

Provide a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.

Applicant is developing the Patriot Wind Farm (the “Project”). The Project will consist of a facility designed to use wind power to generate electricity, including wind turbines, towers, transformers, transmission lines, and associated ancillary equipment necessary to safely operate, maintain and transmit power to the ERCOT grid, and meteorological equipment to measure and test wind speed and direction. The Project may consist of up to 100 wind turbine generators, with a capacity of 1.8 megawatts to 2.4 megawatts per generator. Applicant anticipates commencing construction in the fourth quarter of 2013 and completing construction within one (1) year thereafter. All of the property for which the applicant is seeking a limitation on appraised value will be owned by the applicant.

The Project will be located entirely within Nueces County, Texas and entirely within the Bishop Consolidated Independent School District (BCISD) containing approximately 100% of the qualified investment.

Current land use for the private property within the Reinvestment Zone consists of farming, ranching, and oil and gas production.

The Project layout is not finalized at this time and we are unable to precisely pinpoint the final location of the wind turbine generators as stated above. All turbine locations will be entirely within BCISD regardless of any further changes in location.

Ability to Relocate

E.ON Climate & Renewables (EC&R) is an international company that develops, constructs, and operates wind energy projects. EC&R has a proven history of success across the United States evidenced by the development, construction and operation of over 2,000 MWs of wind farms. We have the ability to locate projects of this type across the several regions within the United States, Canada, and Europe which gives EC&R the opportunity to maximize in return on capital investment. Securing this Chapter 313 abatement with BCISD will help make the Project more economically viable and competitive versus other investment options in this region.

**AGREEMENT BETWEEN
THE DEPARTMENT OF DEFENSE, AND THE DEPARTMENT OF THE NAVY,
AND**

**E.ON CLIMATE, RENEWABLES, NORTH AMERICA, AND
PETRONILA WIND FARM, LLC (AGREEMENT)**

**Subject: DEVELOPMENT OF A WIND TURBINE FARM PROJECT IN NUECES COUNTY,
TEXAS**

**Parties: Department of Defense (DoD)
Department of the Navy (Navy)
E.ON CLIMATE AND RENEWABLES, NORTH AMERICA (ECRNA) &
Petronila Wind Farm, LLC (Petronila Wind)
(the DoD, Navy, and Petronila Wind are referred herein each as a Party and collectively
as the Parties; ECRNA is joining this Agreement for the purposes outlined in Section
C).**

**Ref: (a) Section 358 of the Ike Skelton National Defense Authorization Act (NDAA) for Fiscal
Year 2011, as amended by Section 331 of Public Law 112-81
(b) 32 CFR Part 211**

**Attachments: A. Diagram Showing Geographic Boundary (Latitude/Longitude) of Wind Project
(Project Boundary)**

B. Curtailment Communication Protocol

A. Purpose. Pursuant to references (a) and (b), one of the objectives of the DoD is to ensure the robust development of renewable energy sources and the increased resiliency of the commercial grid in the United States while simultaneously mitigating any adverse impacts on military operations and readiness. Petronila Wind, currently owned by ECRNA, is developing a wind farm project in Nueces County, Texas within the boundaries indicated in Attachment A, attached hereto and made a part hereof (**Wind Project**). In order to mitigate the potential impact of the Wind Project upon the operations and readiness of the Navy, the Parties have worked cooperatively and will continue to work cooperatively to meet the desired goals of supporting military operations and readiness simultaneously with the production of renewable energy. The Parties have agreed that the terms below allow for the mutual goals of the Parties to be met,

including the protection of the Navy's aviator training mission at Naval Air Station Kingsville (NASK) and at Naval Air Station Corpus Christi (NASCC).

B. Terms and Provisions.

1. Petronila Wind will provide a voluntary contribution of funds in the amount of \$750,000.00 to the DoD in accordance with reference (a). Petronila Wind will transfer these funds, in the manner to be specified by DoD, prior to the start of ground disturbing activity (exclusive of any surveying, geotechnical surveying, or environmental testing) within the Project Boundary (**Commencement of Construction**). These funds are being offered and will be accepted in accordance with Section 358(g) of reference (a) as amended. The DoD will accept the offered funds and will transfer the funds to appropriate Navy accounts for execution.
 2. The Navy will use the funds to offset the cost associated with the necessary steps required to research, conduct technical reviews of, analyze, test, and implement measures to mitigate identified impacts of the Wind Project on military operations and readiness in one or more of the following ways (to the extent that the below measures require approval and/or action on the part of the FAA, the Navy shall use reasonable measures to work with the FAA to implement the same):
 - a. Optimization of the NASK Airport Surveillance Radar-11 (ASR-11) defined to include measures such as range-azimuth gate mapping of the wind turbines, adjustments to the Target Beam and STC Map, Doppler Filter Editing, False Plot Censor, Plot Amplitude Thresholding, Track Eligibility, and weather optimization settings before the date the Wind Project begins commercial operations (**Generation Commencement Date**);
 - b. If acceptable to the Federal Aviation Administration (FAA), integration of the Corpus Christi International Airport (CRP) ASR-11 into the NASK Standard Terminal Automation Replacement System (STARS) to enhance NASK's surveillance capabilities;
 - c. Implementation of FUSION tracking within the NASK STARS;
 - d. Evaluation and implementation of concurrent beam processing to allow for the simultaneous processing of the high and low antenna beams used in the NASK and CRP ASR-11s;
 - e. Evaluation and implementation of gap filler radar technology;

f. Optimization of the NASK ASR-11 Radar after the Generation Commencement

Date:

- g. Implementing mitigation for any other navigational aid determined to be affected by operation of the Wind Project;
- h. Implement any other appropriate measure to mitigate the impact of the Wind Project's wind turbines on NASK or CRP ASR-11s.

If the mitigation measures listed above are considered by the Navy to be sufficient to prevent the use of curtailment described in Section 10 below, and if funds are still available, the Navy may use remaining funds in the following ways:

- i. Enhancements and validation of the radar toolbox wind farm analysis functionality; and/or
- j. Improve models for predicting the impact of additional wind turbines, given a baseline of existing wind turbines.

3. It is the responsibility of the Navy to determine the priority in expenditure of the funds; however, it is agreed that neither the Navy nor the DoD shall request to curtail the Wind Project (outside of the test parameters in Section (B)(9)) until such time as Sections (B)(2)(a) and (B)(2)(b) are implemented, to the extent they can reasonably be implemented by Navy. Upon receipt of funds, the Navy, DoD, and Petronila Wind will form a joint working group (**Working Group**). Each Party, at its election, may designate at least one representative to be part of the Working Group to study the effectiveness of the mitigation measures implemented; to recommend the mitigation measures to be prioritized moving forward; and, if the curtailment provisions have not been waived pursuant to Section (B)(11), to review the need for curtailment other than for test purposes as described in Section (B)(9).

The Working Group, which will be chaired by Commanding Officer, NASK, shall first meet within thirty (30) days after Commencement of Construction to discuss the mitigation measures that have been implemented and to identify which mitigation measures shall be implemented moving forward. Within thirty (30) days after the Generation Commencement Date, the Working Group shall meet again to discuss the findings of mitigation and optimization efforts, and to determine if any future mitigation measures are required. Following such meeting, the Working Group shall continue to meet on an as needed basis or upon request of any one of the Working Group members to discuss the effectiveness of the mitigation measures. The

Navy, DoD, and Petronia Wind agree to provide all Parties to this Agreement with copies of any studies of the effects of the Wind Project on NASK and CRP immediately upon completion of such studies. Although the Navy has the final authority to determine how to allocate the funds to mitigate the Wind Project, the Navy shall consult with the Working Group and take Petronia Wind's recommendations under consideration, so long as the funds are still available, when making such determination.

Additionally, if within the first two years following the Generation Commencement Date all technical mitigations to either or both ASR-1Is at NASK and CRP have been adopted pursuant to FAA approval, within the funding limits described in Section (B)(1), and the local procedures for air traffic control services conducted within guidelines of established FAA regulations fail to provide for the repeated and safe handling of cooperating aircraft within the National Airspace System, the Navy and Petronia Wind agree to discuss via the Working Group the establishment of preemptive curtailment, if required, under specified meteorological conditions.

4. DoD and the Navy agree not to posit any objection to the construction and operation of the Wind Project under the FAA Obstruction Evaluation/ Airport Airspace Analysis (OE/AAA) system, or as they relate to NASK or CRP, to any regulatory entity with cognizance over the Wind Project, provided Petronia Wind carries out the terms of this Agreement. This Agreement may be shared freely with any person or entity.

5. Notwithstanding Section (B)(4), Petronia Wind agrees to abide by the Safe, Efficient Use, and Preservation of the Navigable Airspace Subpart C, as delineated in 14 C.F.R. Part 77. Violation of these airspace protections may lead to the DoD or the Navy filing an "objection" to the Wind Project.

6. Petronia Wind agrees to confine the placement of all Wind Project turbines to the area indicated in Attachment A. Petronia Wind also agrees not to construct more than 100 wind turbines within the area indicated in Attachment A and to limit the height of all turbines to not more than 500 feet. No changes are permitted to Attachment A without prior written agreement from DoD and Navy.

7. Any measures agreed to by the DOD or the Navy pursuant to this Agreement shall not be binding upon any other Federal agency, nor waive required compliance with any other law or regulation.

8. Petronila Wind agrees to provide the Navy, within 30 days of completion of construction of the Wind Project, a final “as built” drawing including actual wind turbine coordinates post construction and will notify the Navy and DoD of the Generation Commencement Date.

9. **Curtailment for Test Purposes:** Upon request by the Navy, in accordance with the Attachment B protocol, attached hereto and made a part hereof, Petronila Wind agrees to curtail (i.e. temporarily shut down) wind turbine operations for a period of up to 10 hours during the first year of operations (which will commence as of the Generation Commencement Date) for actions such as establishing baselines, performing flight checks, or conducting tests identified by the Navy.

10. **Curtailment for Non-Test and Emergency Purposes:**

Curtailment for Non-Test Purposes: Upon completion of the mitigation measures identified in Sections (B)(2)(a), and (B)(2)(b), the Navy may request and Petronila Wind agrees to curtail wind turbine operations using the Attachment B protocol to communicate the need to curtail if either of the following preconditions is met (each a **Precondition** or collectively **Preconditions**):

a) if the Navy at NASK or NASCC loses both primary and secondary radar contact for aircraft with operating transponders as a result of impacts from the wind turbines in the Wind Project (**Lost Target**); provided, however, curtailment shall not be required for one single Lost Target or for wind turbines in the Wind Project that did not directly cause a repeated Lost Target if such turbines can be identified, or

b) if the FAA modifies Navy flight handling at NASCC in a way that is detrimental to Navy’s ability to train, as a result of impacts from the wind turbines in the Wind Project; provided, however, curtailment shall not be required for wind turbines in the Wind Project that did not directly cause the negative impact if such turbines can be identified.

If the Preconditions in either Section (B)(10)(a) or (B)(10)(b) have occurred, but the Navy can implement reasonable mitigation measures that do not adversely impact the Navy’s training mission at NASK and NASCC, including but not limited to re-routing aircraft, the Precondition(s) shall have not been met for purposes of this Section B(10) and curtailment shall not be required. It is understood that Navy’s responsibility to relocate training will be limited to the extent it can do so without negatively impacting Navy’s ability to safely train.

DOD – DON – E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

If either of the Preconditions is met, the Navy agrees to notify Petronila Wind in accordance with the Attachment B protocol, when the need for curtailment exists and no longer exists. In the event of such curtailment and within 14 days of a request from Petronila Wind, the Navy will provide verifiable documentation showing that the need for curtailment was as result of impacts from the wind turbine(s) in the Wind Project.

Curtailment for in Emergency Circumstances: Notwithstanding the foregoing, the Navy may request and E.ON agrees to curtail wind turbine operations in the event of vital, urgent national security measures or mobilization plans significantly impacting the mission requirements at NASK and NASCC (**Emergency**).

11. Except for events of an Emergency, if the Precondition as to either NASK or NASCC has not been met or if curtailment has not been sought as to either NASK or NASCC under Section (B)(10) for a period of any two consecutive years following the Generation Commencement Date, then the curtailment provisions within Section (B)(10) shall be deemed waived and of no further force and effect as to the respective facility (NASK or NASCC). Notwithstanding any waiver, the Parties agree to work together in good faith to address the reasonable concerns of either Party with respect to the Wind Project's impact on NASK or NASCC through the Working Group.

12. The Parties agree and acknowledge that Petronila Wind is subject to and required to comply with the protocols of Electric Reliability Council of Texas (**ERCOT**) and such protocols will control how quickly Petronila Wind can curtail and un-curtail its generation. The Parties further agree and acknowledge that a request for curtailment under Section (B)(10) shall constitute a force majeure event as currently addressed in Sections 2 and 6.7.5.10 of the ERCOT Nodal Protocols dated 29 August 2012 and will be governed by such force majeure protocols.

13. The DoD will provide quarterly reports indicating the expenditure of the funds provided under Section (B)(1) of this Agreement until such funds are expended.

C. Joinder of ECRNA. ECRNA joins this Agreement to guarantee the performance of Petronila Wind with its obligations within this Agreement.

D. Assignment. If Petronila Wind its successors or assigns (**Assignor**) sells, conveys, mortgages, assigns or otherwise transfers all or any part of its interest in the assets comprising

the Wind Project (**Assignment**) to any third party (**Assignee**), the Assignor shall be permitted, without the prior consent of the DoD or Navy required, to assign this Agreement in whole or in part to the Assignee; provided however that such Assignment expressly acknowledges the existence of this Agreement and a copy of this Agreement is provided to the Assignee. Upon such Assignment, the Assignor and ECRNA shall be automatically relieved of any obligations or liability under this Agreement to the extent that the Assignee has assumed in writing such obligations or liabilities under this Agreement, provided that Petronila Wind has given written notice of the Assignment to the DoD and the Navy.

E. Effect & Effective Date. This Agreement will be effective as against all Parties, including any future owner, lessee, operator, transferee, purchaser, assignee or any successor-in-interest of the Wind Project, for the life of the Wind Project or until modified or terminated by mutual agreement of the Parties, subject to the provisions of Section I. This Agreement will be effective upon the date that all Parties below have signed.

F. Points of Contact and Notification. The following persons shall be the primary points of contact (**Point of Contact**) for the Parties for purposes of this Agreement:

1. Navy - Naval Air Station Corpus Christi:
Commanding Officer
11001 Avenue D, Suite 101
Corpus Christi, Texas 78419
Office: 361-961-2331
2. Navy - Naval Air Station Kingsville:
Commanding Officer
311 N. Mitscher Ave, ste 212
Kingsville, TX 78363-5002
Office: 361-516-6481
3. ECRNA and Petronila Wind:
Paul Bowman
Sr. VP of Development
EC&R Development, LLC

DOD – DON – E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT

Transmitted for Signature on 20121031

353 N. Clark St, 30th Floor

Chicago, IL 60654

Office General: 312- 923-9463

Office Direct: 312-245-5938

paul.bowman@eon.com

Communication and notifications regarding this Agreement shall be directed to the

Point of Contact, except in the event of a request for curtailment under Sections (B)(9) or (B)(10) from the Navy to Petronila Wind in which case the request shall be from and directed to the points of contact designated in Attachment B (**Curtailment Contact**). Any Party may change its Point of Contact or its Curtailment Contact(s) or the contact information to which contact shall be directed, provided that written notification of any such change must be provided to the other Parties 30 days in advance.”

G. Breach. If a Party believes that another Party has breached this Agreement, it must provide notice of the breach to the breaching party and an opportunity to cure the breach. If there is a dispute between the involved Parties as to whether breach occurred, the involved Parties agree to attempt to resolve the dispute at the lowest level possible. Any disputes will be initially handled between Petronila Wind and representatives of the Navy at NASK and NASCC. Disputes may be elevated to the Chief of Naval Operations, Director for Energy and Environmental Readiness, and then to the Executive Director of the Defense Siting Clearinghouse, as required. If the breach is not cured or resolved after any attempt at initial dispute resolution, any Party may seek to enforce this Agreement. Each Party specifically reserves any and all rights or causes of action it may have both at law and in equity to require compliance with any provision of this Agreement. Each Party reserves the right to enforce or refrain from enforcing the terms of this Agreement, as it sees fit under applicable state or federal law.

H. Funds limitations. Notwithstanding any other provision of this Agreement, the not-to-exceed grand total amount that Petronila Wind will voluntarily contribute towards the mitigation of any potential adverse impact from the Wind Project on NASK or NASCC is seven-hundred and fifty thousand dollars (\$750,000.00). In the event that actual costs incurred by the DoD and

DOD – DON – E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

Navy under this Agreement exceed the contribution provided for herein, Petronila Wind will not be responsible for funding any or all such excess amounts unless it so elects.

I. Amendments. Any Party to this Agreement may request that it be amended, whereupon the Parties shall consult to consider such amendments. Amendments to this Agreement shall be formalized by an appropriate written document that shall specify the change. Any amendment to this Agreement shall be effective if executed in writing and signed by the DoD, Navy, Petronila Wind and ECRNA, or their successors and assigns; provided, however, that the joinder of the DoD shall not be required as to any amendment to Attachment A or Attachment B of this Agreement.

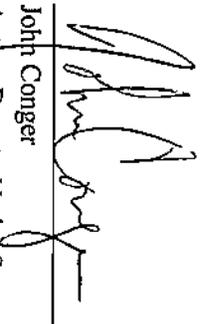
J. Signature/Counterparts. This Agreement may be executed in several counterparts, each of which shall be an original, all of which shall constitute but one and the same instrument.

[To be followed by signatures on separate signature pages.]

DOD - DON - E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

AGREED:

For the U.S. DEPARTMENT OF DEFENSE:



John Conger
Acting Deputy Under Secretary of Defense
Installations and Environment

11/9/2012
date

DOD - DON - E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

For the U.S. DEPARTMENT OF THE NAVY:



Joseph Badovici

Principal Deputy (Acting)

Assistant Secretary of the Navy

Energy, Installations and Environment

31 OCT 12

date

DOD - DON - E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

Also for the U.S. DEPARTMENT OF THE NAVY:



John P. Quinn
Deputy Director
Chief of Naval Operations
Energy & Environmental Readiness

date 10/31/12

DOD - DON - E.ON CLIMATE/PETRONIA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

Also for the U.S. DEPARTMENT OF THE NAVY:



VADM William D. French
Commander
Navy Installations Command

11/16/12

date

DOD - DON - E.ON CLIMATE/PETRONIA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

Also for the U.S. DEPARTMENT OF THE NAVY:



CAPT David Edgecomb
Commanding Officer
NAS Corpus Christi



date

DOD - DON - E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121031

Also for the U.S. DEPARTMENT OF THE NAVY:



CAPT Mark McLaughlin
Commanding Officer
NAS Kingsville

6 Nov 2012
date

DOD - DON - E.ON CLIMATE/PETRONILA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121026

For PETRONILA WIND, LLC



10-30-12

Paul Bowman
Sr. Vice President

date

DOD - DON - E.ON CLIMATE/PETRONIA WIND MEMORANDUM OF AGREEMENT
Transmitted for Signature on 20121026

For E.ON CLIMATE AND RENEWABLES NORTH AMERICA, LLC



Steve Trenholm

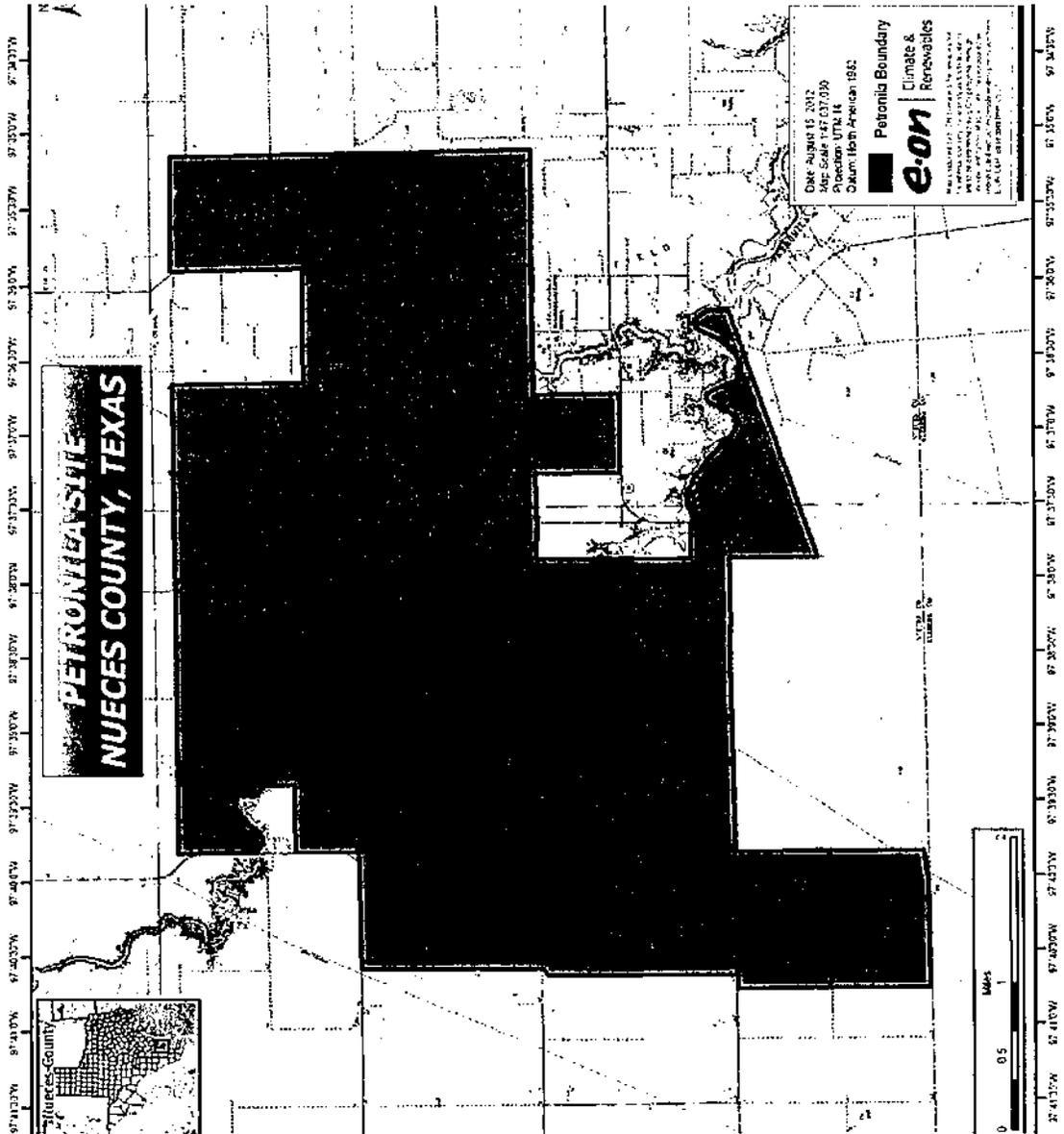
Chief Executive Officer

October 30, 2012

date

ATTACHMENT A

Diagram Showing Geographic Boundary (Latitude/Longitude) of Wind Project (Project Boundary)



ATTACHMENT B

**TO THE AGREEMENT BETWEEN
THE DEPARTMENT OF DEFENSE, AND THE DEPARTMENT OF THE NAVY,**

AND

**E.ON CLIMATE, RENEWABLES, NORTH AMERICA, AND
PETRONILA WIND FARM, LLC (AGREEMENT)¹**

Curtailment Communication Protocol

1. Purpose and scope. This Attachment B establishes the protocol for communication between Petronila Wind and the U.S. Navy at NAS Kingsville (NASK) and NAS Corpus Christi (NASCC) in the event curtailment of wind turbine operations is required.

2. Criteria for curtailment. The Agreement provides for three circumstances under which curtailment may be required. Curtailment for **Test** purposes is delineated in paragraph 9 of the Agreement; curtailment for **Non-Test** and for **Emergency** purposes is spelled out in paragraph 10 of the Agreement. Regarding curtailment for **Non-Test** purposes, the Agreement provides that before requesting curtailment, Navy must attempt to implement reasonable mitigation measures that do not adversely impact the Navy's training mission at NASK or NASCC, including, but not limited to, the re-routing of aircraft. The measures to be implemented before requesting curtailment are delineated in directives issued by NASK and NASCC, respectively.

3. Parties Authorized to Request Curtailment and Receive Curtailment Requests (Curtailment Contact).

a. NASK: The duty Facility Watch Supervisor (FWS) is supervised by the NASK Air Traffic Control Facility Officer (ATCFO), who is supervised by the NASK Air Operations Officer (AOO). These three are the only persons authorized to request curtailment for NASK. The FWS is the primary point of contact for all real-time communications between NASK and Petronila Wind for NASK.

b. NASCC: The duty Facility Watch Supervisor (FWS) is supervised by the NASCC Air Traffic Control Facility Officer (ATCFO), who is supervised by the NASCC Air Operations Officer (AOO). These three are the only persons authorized to request curtailment for NASCC. The FWS is the primary point of contact for all real-time communications between NASCC and Petronila Wind for NASCC.

c. The duty Dispatch Center Supervisor (DCS) of Petronila Wind is the only party authorized to receive a request by NASK or NASCC for curtailment.

¹ Capitalized terms used but not otherwise defined within Attachment B shall have the meanings specified in the Agreement.

4. Procedures for Requesting Curtailment and Reporting that Curtailment Is No Longer Required.

- a. **NAS Kingsville:** After all local procedures have been exhausted and the FWS, ATCFO, or AOO has decided to request curtailment, the FWS, ATCFO, or AOO shall contact the Petronila Wind DCS. The FWS, ATCFO, or AOO will identify himself/herself and state that he/she is calling to request curtailment of operations at the Petronila Wind site and specify if the request is for test, non-test, or emergency purposes. The requesting official shall indicate the anticipated length of time that curtailment is expected to be required, inform Petronila Wind that Navy is logging the request as effective at the time of the call, and inform Petronila Wind which wind turbines (if such wind turbines can be identified) are required to be curtailed to address the negative impact. This logged time allows the Navy to find the time stamp on RADAR tapes if required.
- b. **NAS Corpus Christi:** After all local procedures have been exhausted or when informed by the Federal Aviation Administration (FAA) that Navy Aircraft requiring services to/from NASCC will be altered or terminated, to which the loss of training sorties will be incurred, the NASCC FWS, ATCFO, or AOO shall contact Petronila Wind's DCS and state that he/she is the FWS, ATCFO, or AOO at NASCC calling to request curtailment of operations and specify if the request is for test, non-test, or emergency purposes. The requesting official shall indicate the anticipated length of time that curtailment is expected to be required, inform Petronila Wind that Navy is logging the request as effective at the time of the call, and inform Petronila Wind which wind turbines (if such wind turbines can be identified) are required to be curtailed to address the negative impact. For both NASK and NASCC, as soon as conditions have changed such that the curtailment is no longer required, the NASK or NASCC FWS, ATCFO, or AOO shall immediately contact the Petronila Wind DCS to report that curtailment is no longer required.
- c. If NASCC requests curtailment, it shall inform the CRP FAA Air Traffic Control Facility that curtailment operations will be in effect as agreed in paragraph 4b.

5. Verification of Curtailment. When Petronila Wind has completed the curtailment process, the Petronila Wind DCM will contact the Navy official who requested the curtailment to inform him/her that curtailment is completed.

6. Contact listing.

- a. **NAS Kingsville:**
- | | |
|-------------------------------------|---|
| 1. FWS Primary: | (361) 516-4494 |
| 2. Air Operations Secondary: | (361) 516-6108 |
| 3. Tertiary: | (361) 516-4100 (NASK Tower; emergency use only) |
- b. **NAS Corpus Christi:**
- | | |
|-------------------------------------|-----------------------|
| 1. FWS Primary: | (361) 961-5513 |
| 2. ATCFO Secondary: | (361) 961-5511 |
| 3. Duty Operations Tertiary: | (361) 533-7909 |
- c. **Petronila Wind Operations Center:**
- | | |
|----------------------|-----------------------|
| 1. Primary: | (512) 482-8008 |
| 2. Secondary: | (512) 482-8093 |
| 3. Tertiary: | (512) 482-4035 |

7. Process Reviews. To ensure that curtailment is requested only when absolutely necessary, within 14 days after any curtailment request, NASK or NASCC representatives shall review with the appropriate Petronila Wind officials the curtailment request and how it was executed. The purpose of the review is to ensure that proper procedures were followed and identify any lessons learned. In advance of the review, Navy shall provide documentation indicating why the curtailment was requested, and Petronila Wind shall provide documentation indicating the time of curtailment, turbines affected, and duration of the curtailment.



PATRIOT WIND FARM Nueces County, Texas

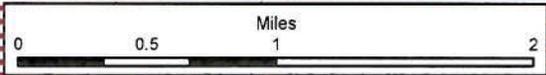
Bishop CISD
100%

Date: February 06, 2013
 Map Scale 1:46,665
 Projection: UTM 14
 Datum: North American 1983

-  Easement
-  Project Boundary
-  Bishop Cons ISD
-  London ISD
-  Riviera ISD
-  Counties

e-on | Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



CHECKLIST ITEM #6 & #8

Description of Qualified Investment / Qualified Property

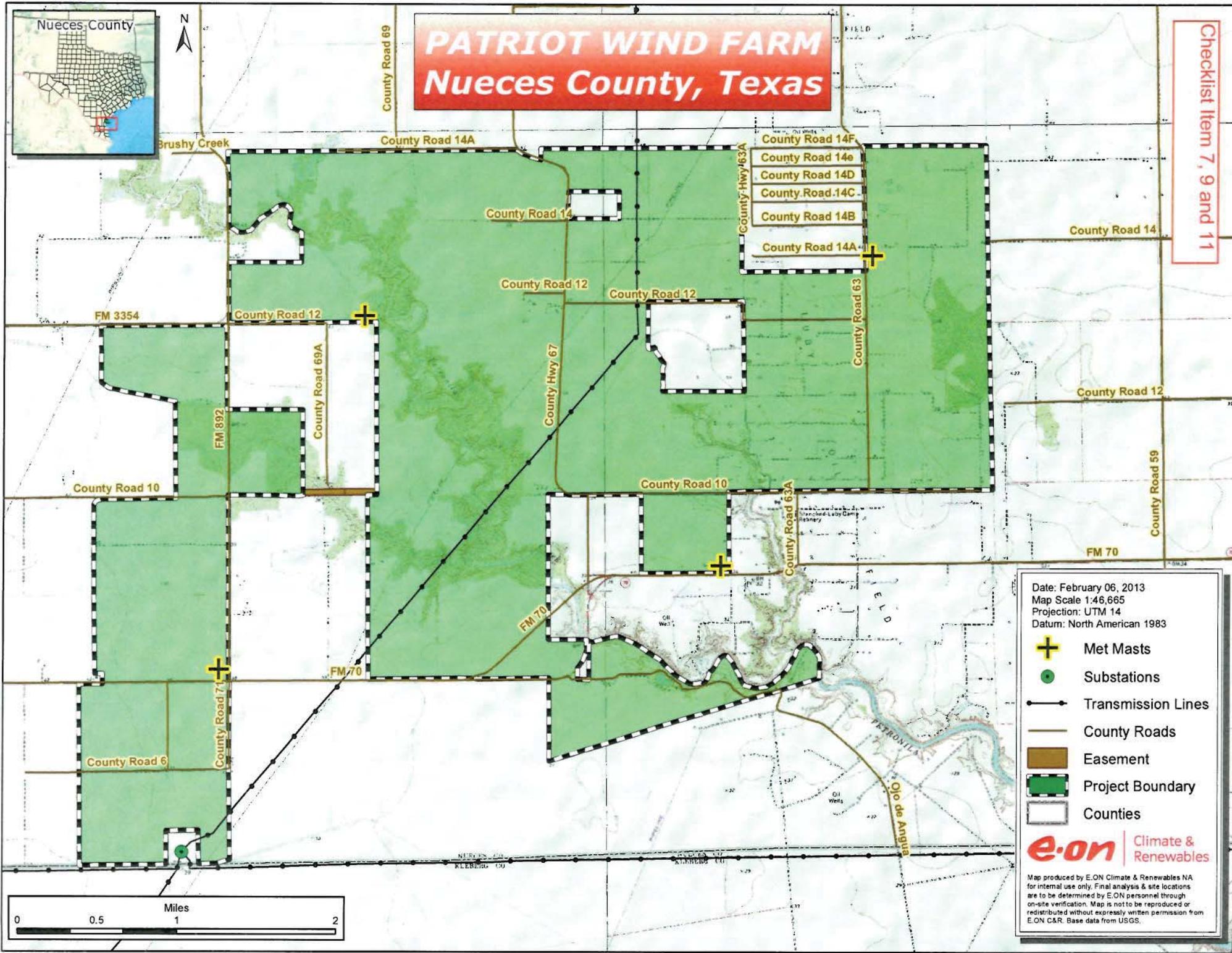
Patriot Wind Farm, LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 178 megawatts (the "Patriot Project"). The exact number of wind turbines and the size of each turbine will vary depending upon the wind turbines selected and the megawatt generating capacity of the project completed, but presently our plans are to install Vestas V100 1.815 megawatt turbines on property in Nueces County, TX.

The additional improvements for the Patriot Project may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- 99 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- ECRNA will construct one 345:34.5KV collection substation, including two 140 MVA power transformers with OLTC's, as well as associated circuit breakers, switches, reactive power compensation equipment and control building.
- The collection substation will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line approximately 5.5 miles in length.
- Underground power cables from, and various cable accessories, with grounding.
- O&M building with offices and warehouse, with standard utilities
- Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.
- Underground communication cables

PATRIOT WIND FARM Nueces County, Texas

Checklist Item 7, 9 and 11



Date: February 06, 2013
 Map Scale 1:46,665
 Projection: UTM 14
 Datum: North American 1983

- + Met Masts
- Substations
- Transmission Lines
- County Roads
- Easement
- Project Boundary
- Counties

e-on Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.





PATRIOT WIND FARM Nueces County, Texas

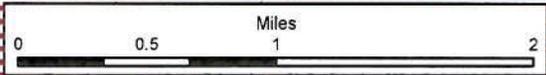
Bishop CISD
100%

Date: February 06, 2013
 Map Scale 1:46,665
 Projection: UTM 14
 Datum: North American 1983

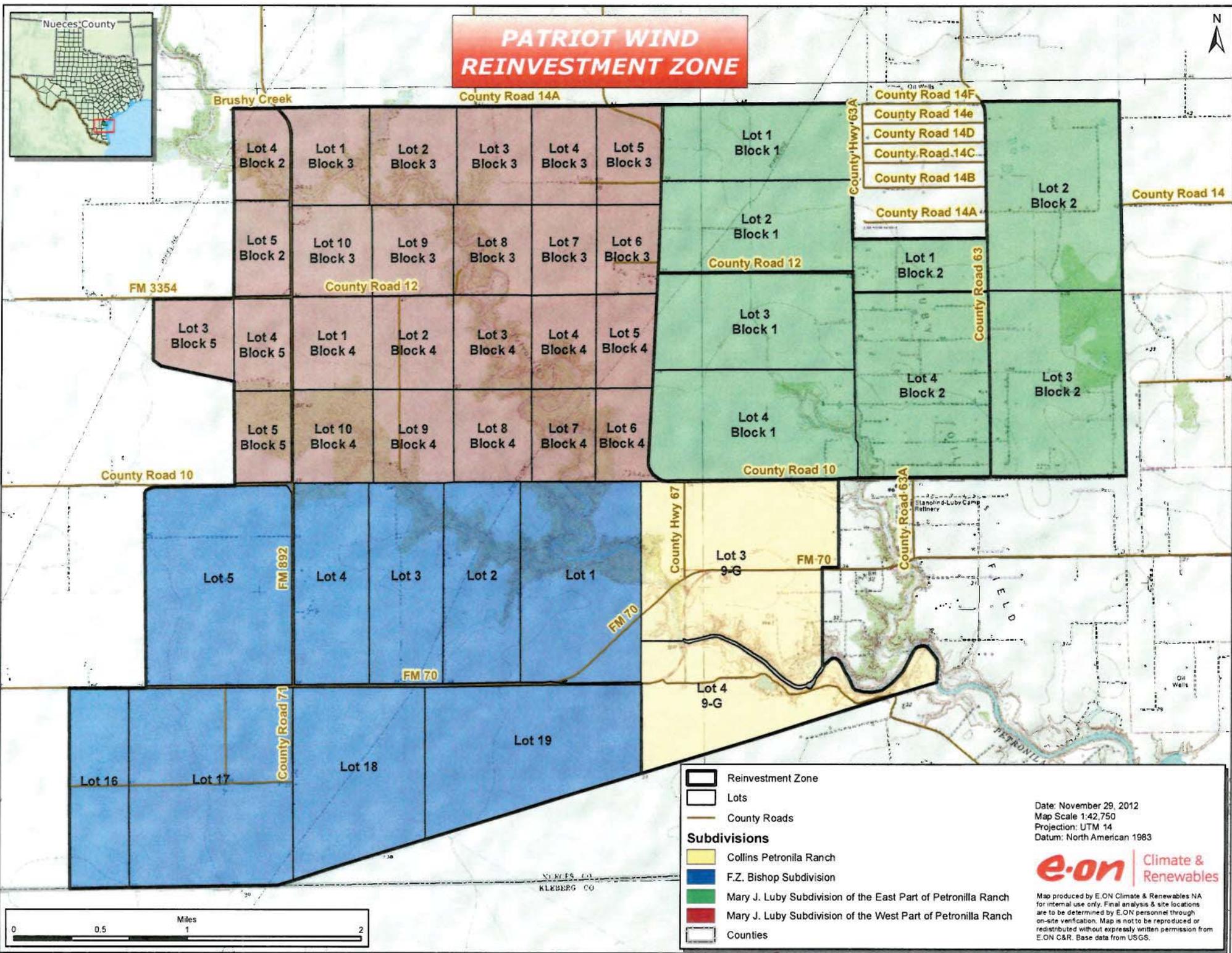
-  Easement
-  Project Boundary
-  Bishop Cons ISD
-  London ISD
-  Riviera ISD
-  Counties

e-on Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



PATRIOT WIND REINVESTMENT ZONE

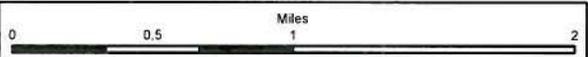


	Reinvestment Zone
	Lots
	County Roads
Subdivisions	
	Collins Petronilla Ranch
	F.Z. Bishop Subdivision
	Mary J. Luby Subdivision of the East Part of Petronilla Ranch
	Mary J. Luby Subdivision of the West Part of Petronilla Ranch
	Counties

Date: November 29, 2012
 Map Scale 1:42,750
 Projection: UTM 14
 Datum: North American 1983

e.on | Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



NUECES CO.
KLEBERG CO.



Climate &
Renewables

Honorable Susan Combs
Texas Comptroller of Public Accounts
P.O. Box 13528, Capitol Station
Austin, Texas 78711-3528

February 21, 2013

Patriot Wind Farm, LLC

Honorable Susan Combs:

The Project layout is not finalized at this time and we are unable to precisely pinpoint the final location of the wind turbine generators. The Project may consist of up to 100 wind turbine generators, with a capacity of 1.8 megawatts to 2.4 megawatts per generator. All turbine locations will be located entirely within BCISD regardless of any further changes in location.

With kind regards,

A handwritten signature in blue ink, appearing to read "Heather Otten", is written over a horizontal line.

Heather Otten
VP SW Development

E.ON Climate & Renewables
North America Inc.
812 San Antonio Street,
Suite 201,
Austin, TX 78701
U.S.A.
www.eon.com
Heather Otten
T 512-482-4027
F 512-494-9581
heather.otten@eon.com

CHECKLIST ITEM #6 & #8

Description of Qualified Investment / Qualified Property

Patriot Wind Farm, LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 178 megawatts (the "Patriot Project"). The exact number of wind turbines and the size of each turbine will vary depending upon the wind turbines selected and the megawatt generating capacity of the project completed, but presently our plans are to install Vestas V100 1.815 megawatt turbines on property in Nueces County, TX.

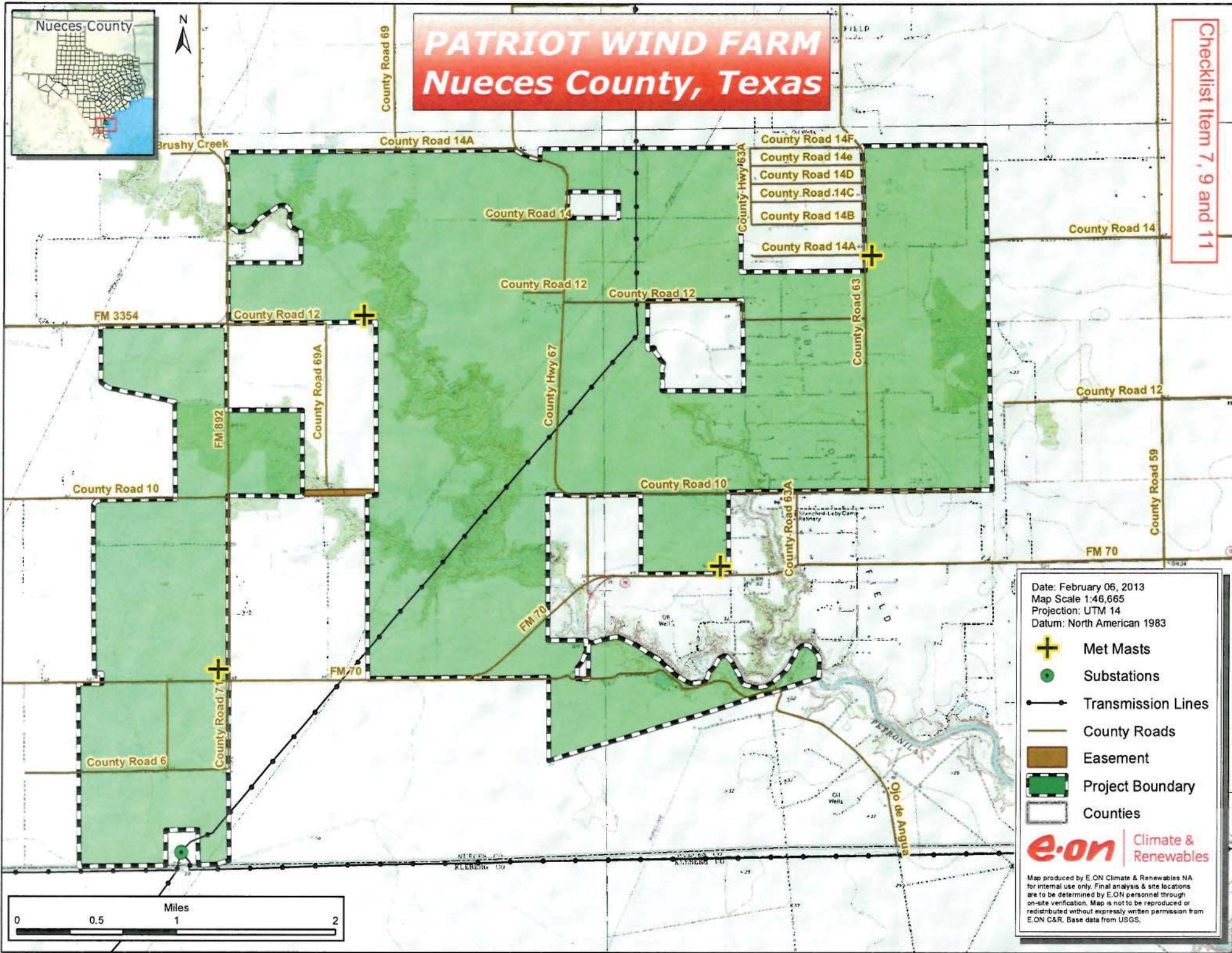
The additional improvements for the Patriot Project may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- 99 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- ECRNA will construct one 345:34.5KV collection substation, including two 140 MVA power transformers with OLTC's, as well as associated circuit breakers, switches, reactive power compensation equipment and control building.
- The collection substation will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line approximately 5.5 miles in length.
- Underground power cables from, and various cable accessories, with grounding.
- O&M building with offices and warehouse, with standard utilities
- Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.
- Underground communication cables



PATRIOT WIND FARM Nueces County, Texas

Checklist Item 7, 9 and 11

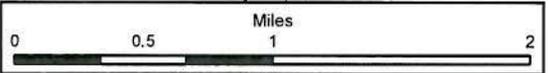


Date: February 06, 2013
Map Scale 1:46,665
Projection: UTM 14
Datum: North American 1983

-  Met Masts
-  Substations
-  Transmission Lines
-  County Roads
-  Easement
-  Project Boundary
-  Counties



Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.





PATRIOT WIND FARM Nueces County, Texas

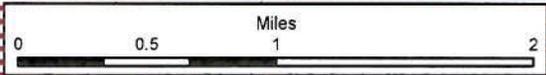
Bishop CISD
100%

Date: February 06, 2013
 Map Scale 1:46,665
 Projection: UTM 14
 Datum: North American 1983

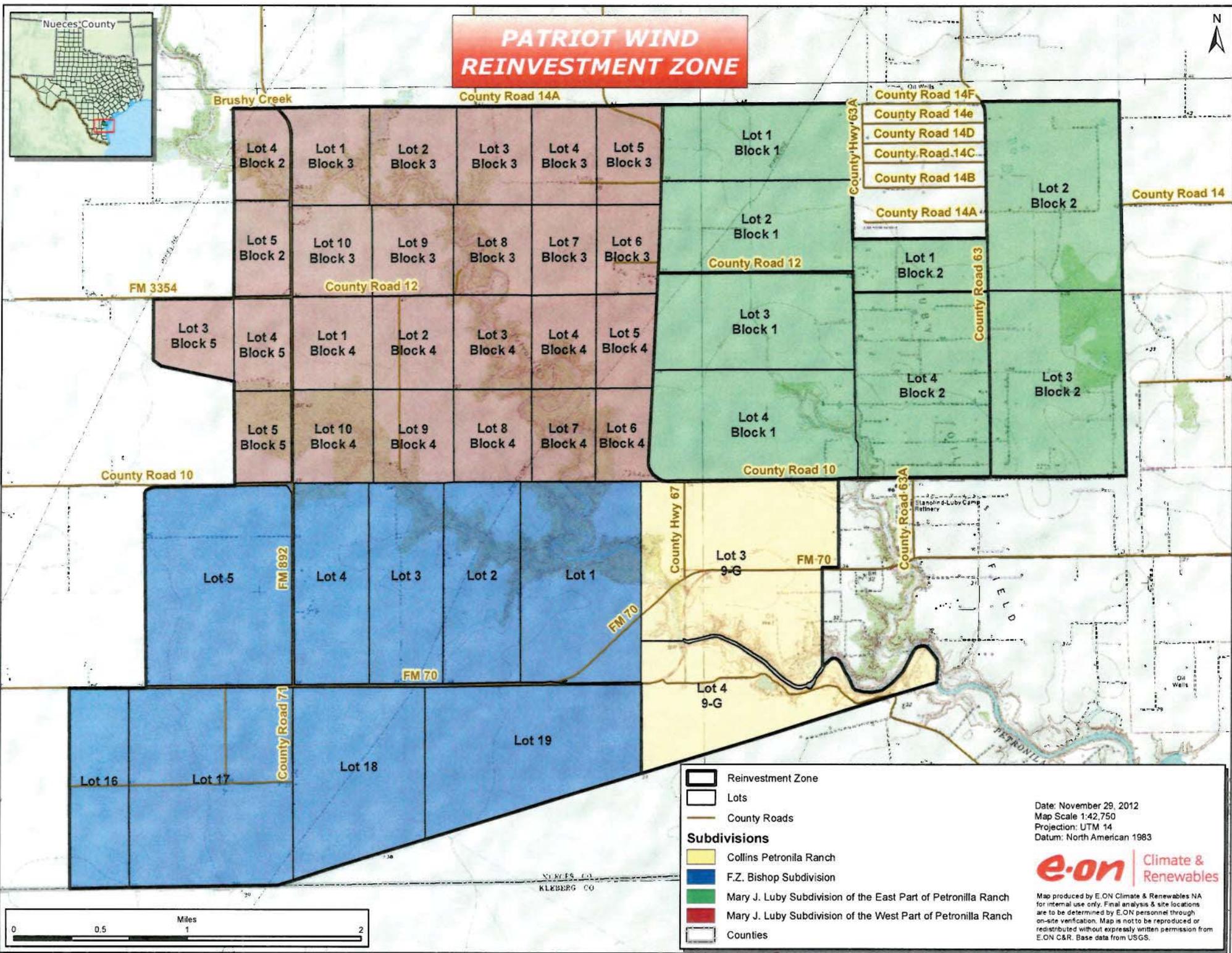
-  Easement
-  Project Boundary
-  Bishop Cons ISD
-  London ISD
-  Riviera ISD
-  Counties

e-on Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



PATRIOT WIND REINVESTMENT ZONE

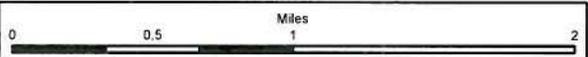


	Reinvestment Zone
	Lots
	County Roads
Subdivisions	
	Collins Petronilla Ranch
	F.Z. Bishop Subdivision
	Mary J. Luby Subdivision of the East Part of Petronilla Ranch
	Mary J. Luby Subdivision of the West Part of Petronilla Ranch
	Counties

Date: November 29, 2012
 Map Scale 1:42,750
 Projection: UTM 14
 Datum: North American 1983

e.on | Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



NUECES CO.
KLEBERG CO.



Climate &
Renewables

Honorable Susan Combs
Texas Comptroller of Public Accounts
P.O. Box 13528, Capitol Station
Austin, Texas 78711-3528

February 21, 2013

Patriot Wind Farm, LLC

Honorable Susan Combs:

The Project layout is not finalized at this time and we are unable to precisely pinpoint the final location of the wind turbine generators. The Project may consist of up to 100 wind turbine generators, with a capacity of 1.8 megawatts to 2.4 megawatts per generator. All turbine locations will be located entirely within BCISD regardless of any further changes in location.

With kind regards,

A handwritten signature in blue ink, appearing to read "Heather Otten", is written over a horizontal line.

Heather Otten
VP SW Development

E.ON Climate & Renewables
North America Inc.
812 San Antonio Street,
Suite 201,
Austin, TX 78701
U.S.A.
www.eon.com

Heather Otten
T 512-482-4027
F 512-494-9581
heather.otten@eon.com

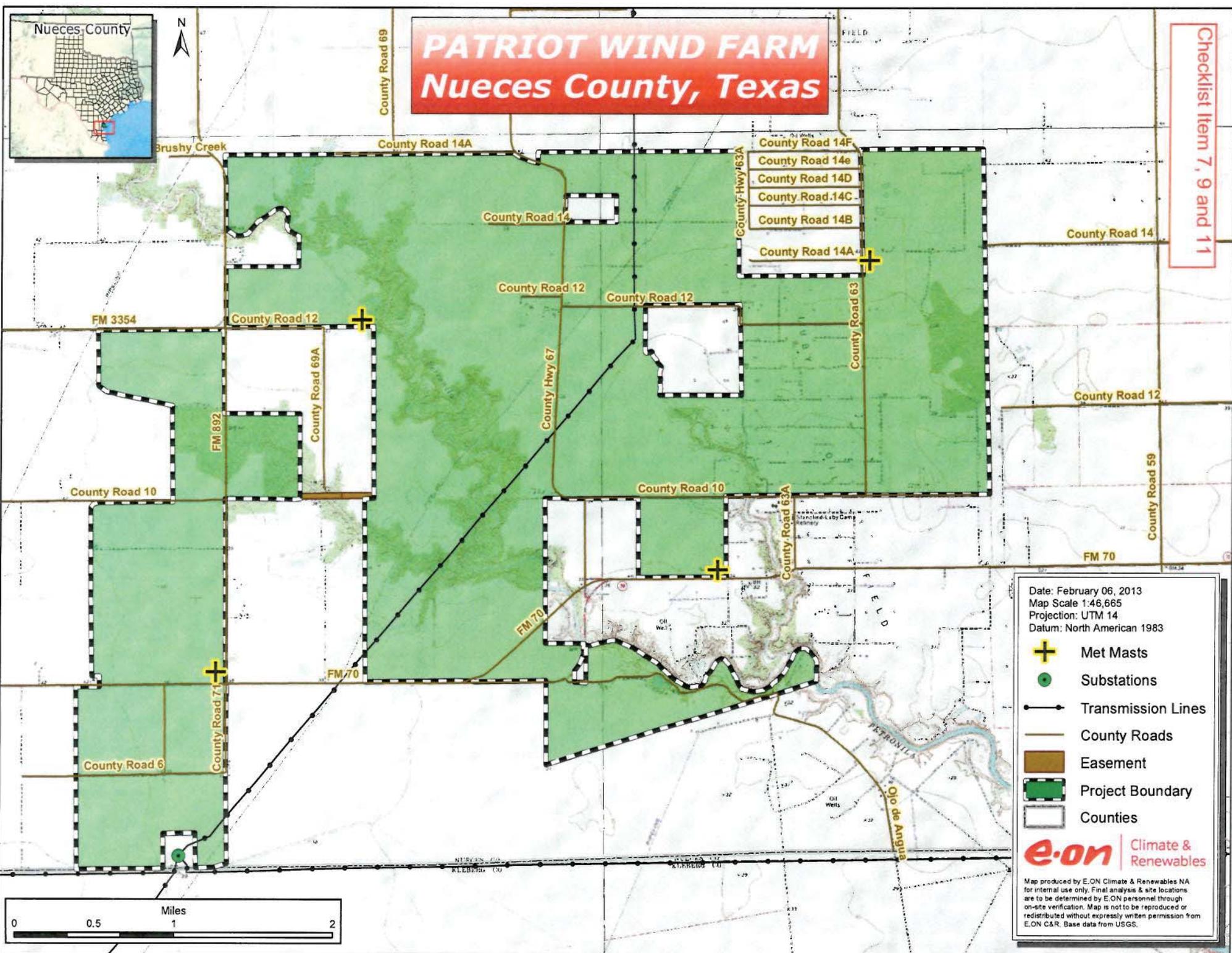
Legal Description of Reinvestment Zone

The real property in Nueces County, Texas, and located entirely within the territory of the Bishop Consolidated Independent School District, as follows:

- Lots or Parcels 4 and 5, in Block or Section 2; Lots or Parcels 1 through 10 (ALL), in Block or Section 3; Lots or Parcels 1 through 10 (ALL), in Block or Section 4; and Lots or Parcels 3 through 5, in Block or Section 5, MARY J. LUBY SUBDIVISION OF THE WEST PART OF PETRONILLA RANCH, Nueces County, Texas, according to Map or Plat thereof recorded in Volume 3, Page 48, Map Records, Nueces County, Texas.
- Lots or Parcels 1 through 4 (ALL), in Block or Section 1; and the South 150.25 acres, more or less, of Lot or Parcel 1 and all of Lots or Parcels 2 through 4, in Block or Section 2, of the EAST PART OF THE MARY J. LUBY PETRONILLA RANCH, Nueces County, Texas (unrecorded), including Lots 3, 4, 5, 6, and 7, Block 3, and Lots 4, 5, and 6, Block 4, of the MARY J. LUBY SUBDIVISION OF THE WEST PART OF PETRONILLA RANCH, Nueces County, Texas.
- Lots or Parcels 1 through 5 and 16 through 19, F.Z. BISHOP SUBDIVISION of a portion of the PETRONILLA RANCH, Nueces County, Texas, according to Map or Plat thereof recorded in Volume 1, Page 9, Map Records, Nueces County, Texas.
- 1,110.80 acres, more or less, out of the westerly part of Share 9 of Parcel G (Tracts 3 and 4) in the partition of the Collins Petronila Ranch out of the Canutillo Colony Ditch Co. Survey Number 250, Abstract 464, consisting of the following four (4) tracts of land: 513.75 acre tract more particularly described in deed recorded as Document #869056; 179.05 acre tract more particularly described in deed recorded as Document #2004066663; 36.0 acre tract more particularly described as Tract Two (2) in deed recorded as Document #2005036727; and 382 acres more particularly described as a 381 acre tract and a 1 acre tract in deeds recorded as Document #2002001599 and #2002001600, all recorded in the Deed Records of Nueces County, Texas.

PATRIOT WIND FARM Nueces County, Texas

Checklist Item 7, 9 and 11

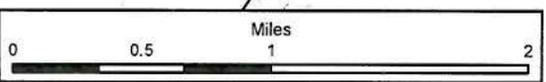


Date: February 06, 2013
 Map Scale 1:46,665
 Projection: UTM 14
 Datum: North American 1983

- + Met Masts
- Substations
- Transmission Lines
- County Roads
- Easement
- Project Boundary
- Counties



Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.





PATRIOT WIND FARM Nueces County, Texas

Bishop CISD
100%

Date: February 06, 2013
 Map Scale 1:46,665
 Projection: UTM 14
 Datum: North American 1983

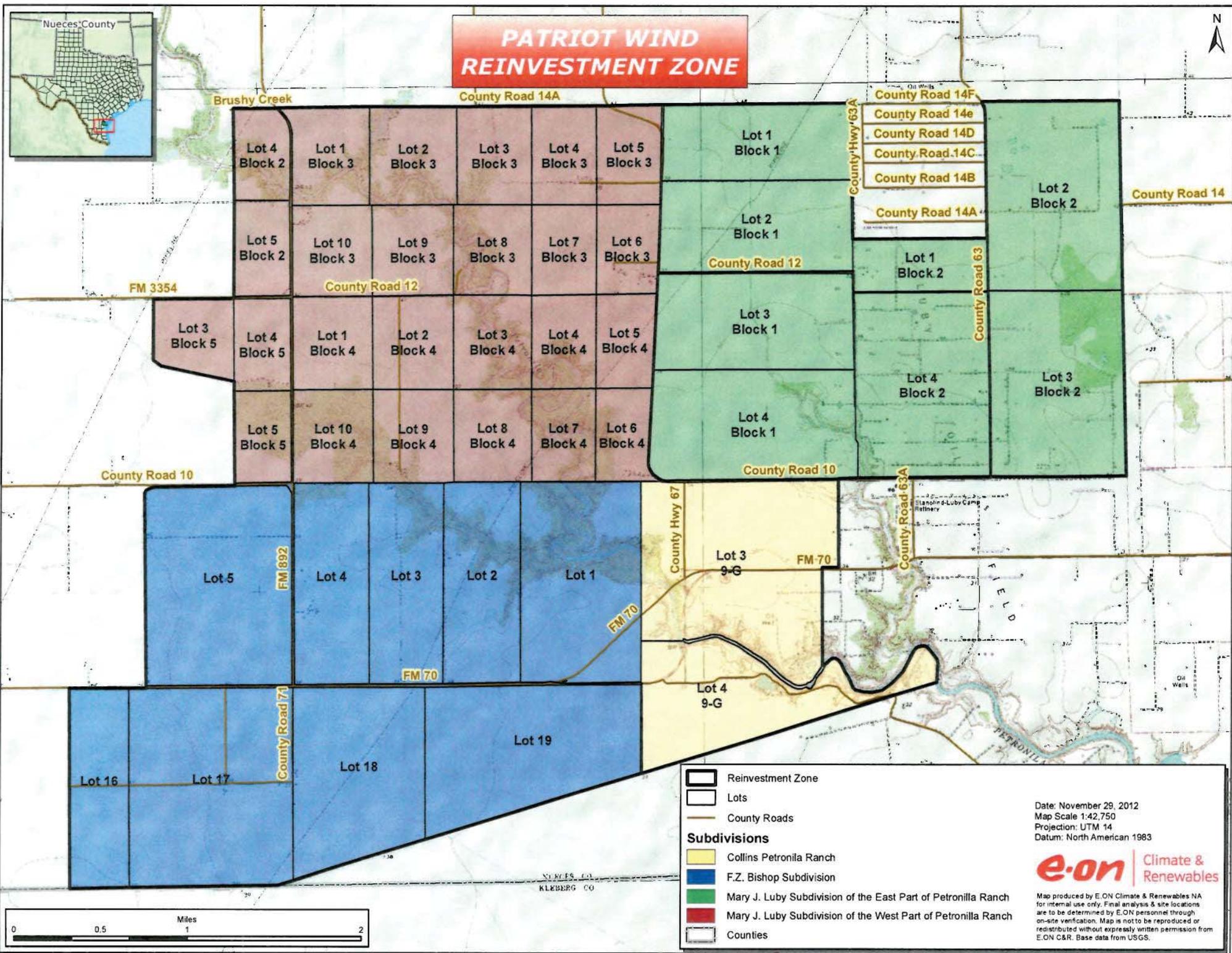
-  Easement
-  Project Boundary
-  Bishop Cons ISD
-  London ISD
-  Riviera ISD
-  Counties

e-on Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



PATRIOT WIND REINVESTMENT ZONE

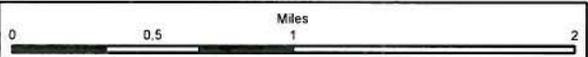


	Reinvestment Zone
	Lots
	County Roads
Subdivisions	
	Collins Petronilla Ranch
	F.Z. Bishop Subdivision
	Mary J. Luby Subdivision of the East Part of Petronilla Ranch
	Mary J. Luby Subdivision of the West Part of Petronilla Ranch
	Counties

Date: November 29, 2012
 Map Scale 1:42,750
 Projection: UTM 14
 Datum: North American 1983

e.on | Climate & Renewables

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



NUECES CO.
KLEBERG CO.



Climate &
Renewables

Honorable Susan Combs
Texas Comptroller of Public Accounts
P.O. Box 13528, Capitol Station
Austin, Texas 78711-3528

February 21, 2013

Patriot Wind Farm, LLC

Honorable Susan Combs:

The Project layout is not finalized at this time and we are unable to precisely pinpoint the final location of the wind turbine generators. The Project may consist of up to 100 wind turbine generators, with a capacity of 1.8 megawatts to 2.4 megawatts per generator. All turbine locations will be located entirely within BCISD regardless of any further changes in location.

With kind regards,

A handwritten signature in blue ink, appearing to read "Heather Otten".

Heather Otten
VP SW Development

E.ON Climate & Renewables
North America Inc.
812 San Antonio Street,
Suite 201,
Austin, TX 78701
U.S.A.
www.eon.com

Heather Otten
T 512-482-4027
F 512-494-9581
heather.otten@eon.com

Checklist Item 12

There are no existing improvements

Request for Waiver of Jobs Creation Requirement

Patriot Wind Farm, LLC will not be seeking a request for waiver of jobs, thus Checklist Item 13 is N/A.

ATTACHMENT 14 - CALCULATION OF WAGE REQUIREMENTS
NUECES COUNTY

Employment and Wage Calculations

<i>Year</i>	<i>Quarter</i>	<i>County</i>	<i>Ownership</i>	<i>Industry</i>	<i>Avg. Weekly Wages</i>
2011	4 th	Nueces	Private	All Industries	\$ 814
2012	1 st	Nueces	Private	All Industries	\$ 817
2012	2 nd	Nueces	Private	All Industries	\$ 794
2012	3 rd	Nueces	Private	All Industries	\$ 784
(Mean Avg.)					\$ 802.25
					110%
					<u>\$ 882.48</u>

<i>Year</i>	<i>Quarter</i>	<i>County</i>	<i>Ownership</i>	<i>Industry</i>	<i>Avg. Weekly Wages</i>
2011	4 th	Nueces	Private	Manufacturing	\$ 1,333
2012	1 st	Nueces	Private	Manufacturing	\$ 1,477
2012	2 nd	Nueces	Private	Manufacturing	\$ 1,201
2012	3 rd	Nueces	Private	Manufacturing	\$ 1,204
(Mean Avg.)					\$ 1,303.75
					110%
					<u>\$ 1,434.13</u>

Coastal Bend Council of Governments Annual Wage (as of July 2012)

\$46,489
110%
\$51,137.90 110% of Regional Annual Wage
\$ 983.42 110% of Regional Weekly Wage

*Note: All data was taken from the Texas Workforce Commission TRACER database.

2011 Manufacturing Wages by Council of Government Region
Wages for All Occupations

	COG	Wages	
		Hourly	Annual
Texas		\$22.89	\$47,610
1. Panhandle Regional Planning Commission		\$19.32	\$40,196
2. South Plains Association of Governments		\$16.45	\$34,210
3. NORTEX Regional Planning Commission		\$18.14	\$37,733
4. North Central Texas Council of Governments		\$24.03	\$49,986
5. Ark-Tex Council of Governments		\$16.52	\$34,366
6. East Texas Council of Governments		\$18.27	\$37,995
7. West Central Texas Council of Governments		\$17.76	\$36,949
8. Rio Grande Council of Governments		\$15.69	\$32,635
9. Permian Basin Regional Planning Commission		\$21.32	\$44,349
10. Concho Valley Council of Governments		\$15.92	\$33,123
11. Heart of Texas Council of Governments		\$18.82	\$39,150
12. Capital Area Council of Governments		\$26.46	\$55,047
13. Brazos Valley Council of Governments		\$15.71	\$33,718
14. Deep East Texas Council of Governments		\$15.48	\$32,207
15. South East Texas Regional Planning Commission		\$28.23	\$58,724
16. Houston-Galveston Area Council		\$25.82	\$53,711
17. Golden Crescent Regional Planning Commission		\$20.38	\$42,391
18. Alamo Area Council of Governments		\$18.00	\$37,439
19. South Texas Development Council		\$13.85	\$28,806
20. Coastal Bend Council of Governments		\$22.35	\$46,489
21. Lower Rio Grande Valley Development Council		\$15.08	\$31,365
22. Texoma Council of Governments		\$20.76	\$43,190
23. Central Texas Council of Governments		\$16.17	\$33,642
24. Middle Rio Grande Development Council		\$13.65	\$28,382

Source: Texas Occupational Employment and Wages

Data published: July 2012

Data published annually, next update will be summer 2013

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.

Data intended for TAC 313 purposes only.

Checklist Item 14

Quarterly Employment and Wages (QCEW)

Back

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2011	1st Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$730
2011	2nd Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$732
2011	4th Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$814
2011	3rd Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$770
2012	1st Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$817
2012	2nd Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$794
2012	3rd Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$784
2011	1st Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,327
2011	2nd Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,127
2011	3rd Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,185
2012	1st Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,477
2011	4th Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,333
2012	2nd Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,201
2012	3rd Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,204

Description of Benefits

The following list is a description of the benefits provided to all full-time employees with Patriot Wind Farm, LLC:

- Medical Insurance
- Prescription Insurance
- Dental Insurance
- Vision Insurance
- Life & Personal Accident Insurance
- Short- and Long-Term Disability Benefits
- Free instructor led and online training
- Tuition reimbursement
- Employee Assistance Program
- Adoption Assistance
- Health Care Flexible Spending Account Plan
- Dependent Care Flexible Spending Account Plan
- Commuter Benefits Program
- Purchasing Advantages through Insperity's Marketplace
- 401(k) Plan
- Making Friends international exchange program for children of employees
- 15 to 25 days of paid vacation per year
- 12 paid holidays per year
- Paid family and medical leave
- Paid military leave

Economic Impact Report

Patriot Wind Farm, LLC will not be including an Economic Impact Report, thus Checklist Item 16 is N/A.

Schedule A (Rev. May 2010): Investment

Applicant Name Patriot Wind Farm, LLC
ISD Name Bishop CISD

Form 50-296

PROPERTY INVESTMENT AMOUNTS									
(Estimated investment in each year. Do not put cumulative totals.)									
		Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: Tangible Personal Property The amount of new investment (original cost) placed in service during this year	Column B: Building or permanent nonremovable component of building (annual amount only)	Column C: Sum of A and B Qualifying Investment (during the qualifying time period)	Column D: Other investment that is not qualified investment but investment affecting economic impact and total value	Column E: Total Investment (A+B+D)
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	Investment made before filing complete application with district (neither qualified property nor eligible to become qualified investment)		2013-2014	2013					
	Investment made after filing complete application with district, but before final board approval of application (eligible to become qualified property)								
	Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period (qualified investment and eligible to become qualified property)				\$ 47,020,000		\$ 47,020,000		\$ 47,020,000
Complete tax years of qualifying time period		1	2014-2015	2014	\$ 188,080,000	\$ 750,000	\$ 188,830,000		\$ 188,830,000
		2	2015-2016	2015	\$ -	\$ -	\$ -	\$ -	\$ -
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2016-2017	2016	\$ -	\$ -	\$ -	\$ -	\$ -
		4	2017-2018	2017	\$ -	\$ -	\$ -	\$ -	\$ -
		5	2018-2019	2018	\$ -	\$ -	\$ -	\$ -	\$ -
		6	2019-2020	2019	\$ -	\$ -	\$ -	\$ -	\$ -
		7	2020-2021	2020	\$ -	\$ -	\$ -	\$ -	\$ -
		8	2021-2022	2021	\$ -	\$ -	\$ -	\$ -	\$ -
		9	2022-2023	2022	\$ -	\$ -	\$ -	\$ -	\$ -
		10	2023-2024	2023	\$ -	\$ -	\$ -	\$ -	\$ -
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024	\$ -	\$ -	\$ -	\$ -	\$ -
		12	2025-2026	2025	\$ -	\$ -	\$ -	\$ -	\$ -
		13	2026-2027	2026	\$ -	\$ -	\$ -	\$ -	\$ -
Post- Settle-Up Period		14	2027-2028	2027	\$ -	\$ -	\$ -	\$ -	
Post- Settle-Up Period		15	2028-2029	2028	\$ -	\$ -	\$ -	\$ -	

Qualifying Time Period usually begins with the final board approval of the application and extends generally for the following two complete tax years.

Column A: This represents the total dollar amount of planned investment in tangible personal property the applicant considers qualified investment - as defined in Tax Code §313.021(1)(A)-(D). For the purposes of investment, please list amount invested each year, not cumulative totals. [For the years outside the qualifying time period, this number should simply represent the planned investment in tangible personal property].

Include estimates of investment for "replacement" property-property that is part of original agreement but scheduled for probable replacement during limitation period.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings that the applicant considers qualified investment under Tax Code §313.021(1)(E).

For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings.

Column D: Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value-for planning, construction and operation of the facility. The most significant example for many projects would be land. Other examples may be items such as professional services, etc.

Note: Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment.

Notes: For advanced clean energy projects, nuclear projects, projects with deferred qualifying time periods, and projects with lengthy application review periods, insert additional rows as needed.

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.



SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

02-15-2013

DATE

Schedule B (Rev. May 2010): Estimated Market And Taxable Value

Applicant Name

Patriot Wind Farm, LLC

Bishop ISD

Form 50-296

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new building or "in or on the new improvement"	Exempted Value	Final taxable value for I&S - after all reductions	Final taxable value for M&O--after all reductions	Reductions from Market Value	Estimated Taxable Value	Year	pre-year 1	2013-2014	2013	Complete tax years of qualifying time period		Tax Credit Period (with 50% cap on credit)	Value Limitation Period	Continue to Maintain Viable Presence	Post-Settle-Up Period		
															1	2				15	14	
															2014	2014-2015						
															2015	2015-2016						
															2016	2016-2017						
															2017	2017-2018						
															2018	2018-2019						
															2019	2019-2020						
															2020	2020-2021						
															2021	2021-2022						
															2022	2022-2023						
															2023	2023-2024						
															2024	2024-2025						
															2025	2025-2026						
															2026	2026-2027						
															2027	2027-2028						
															2028	2028-2029						
															2029	2029-2030						
															2030	2030-2031						

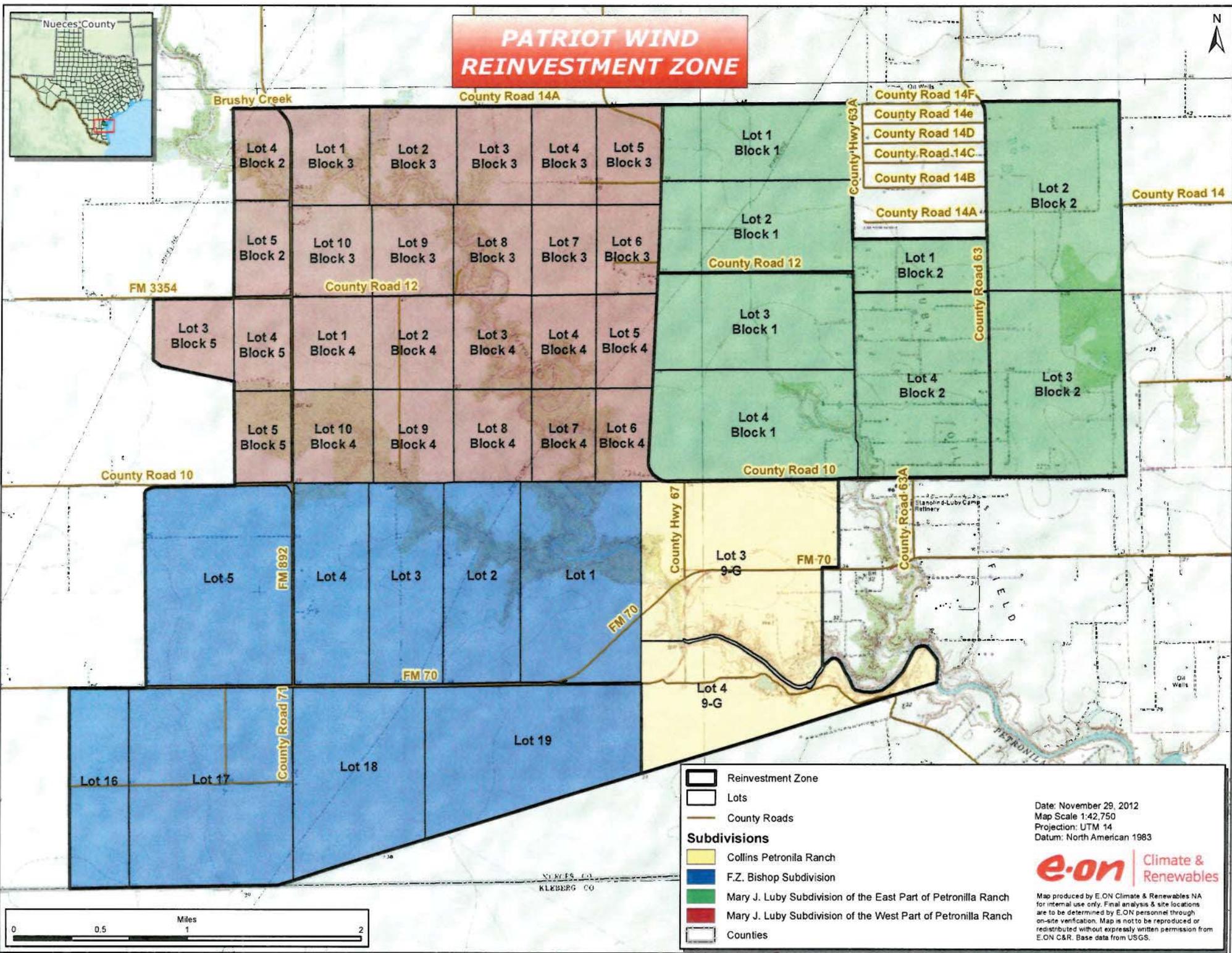
Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation. This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

02-15-2013

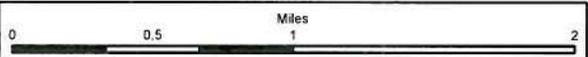
PATRIOT WIND REINVESTMENT ZONE



	Reinvestment Zone
	Lots
	County Roads
Subdivisions	
	Collins Petronilla Ranch
	F.Z. Bishop Subdivision
	Mary J. Luby Subdivision of the East Part of Petronilla Ranch
	Mary J. Luby Subdivision of the West Part of Petronilla Ranch
	Counties

Date: November 29, 2012
 Map Scale 1:42,750
 Projection: UTM 14
 Datum: North American 1983

Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations are to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R. Base data from USGS.



RESOLUTION

A RESOLUTION DESIGNATING A CERTAIN AREA AS A REINVESTMENT ZONE IN NUECES COUNTY TEXAS, TO BE KNOWN AS PATRIOT REINVESTMENT ZONE; ESTABLISHING THE BOUNDARIES THEREOF; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Nueces County Commissioners' Court desires to promote the development or redevelopment of a certain contiguous geographic area within its jurisdiction by the creation of a reinvestment zone as authorized by the Property Redevelopment and Tax Abatement Act, as amended (V.T.C.A. Texas Tax Code § 312.401); and,

WHEREAS, on _____, 2013, a public hearing before the Nueces County Commissioners' Court was held, such date being at least seven (7) days after the date of publication of the notice of such public hearing, and the delivery of written notice to the respective presiding officers of each taxing entity which includes within its boundaries real property that is to be included in the proposed reinvestment zone; and,

WHEREAS, the Nueces County Commissioners' Court at such public hearing invited any interested person to appear and speak for or against the creation of the reinvestment zone, and whether all or part of the territory described should be included in the proposed reinvestment zone; and,

WHEREAS, the proponents of the reinvestment zone offered evidence, both oral and documentary, in favor of all of the foregoing matters relating to the creation of the reinvestment zone and opponents, if any, of the reinvestment zone appeared to contest the creation of the reinvestment zone.

BE IT RESOLVED BY THE NUECES COUNTY COMMISSIONERS' COURT:

SECTION 1. That the facts and recitations contained in the preamble of this Resolution are hereby found and declared to be true and correct.

SECTION 2. That the Nueces County Commissioners' Court, after conducting such public hearing and having heard such evidence and testimony, has made the following findings and determinations based on the evidence and testimony presented to it:

- (a) That the public hearing on the adoption of the Patriot Reinvestment Zone has been properly called, held and conducted, and that notices of such public hearing have been provided to all bodies of all taxing units overlapping the territory inside the proposed reinvestment zone as required by applicable law; and,
- (b) That the boundaries of Patriot Reinvestment Zone shall be the area as described in the legal description attached hereto as "Exhibit A"; and,
- (c) That creation of the proposed Patriot Reinvestment Zone with boundaries as described in "Exhibit A" will result in benefits to Nueces County and to land included in the zone, and that the improvements sought are feasible and practical; and,
- (d) The Patriot Reinvestment Zone described in "Exhibit A" meets the criteria set forth in the Nueces County Tax Abatement Guidelines and Criteria and Texas Tax Code §312.401 for

the creation of a reinvestment zone as set forth in the Property Redevelopment and Tax Abatement Act, as amended, in that it is reasonably likely that the designation will contribute to the retention or expansion of primary employment, and/or will attract investment in the zone that will be a benefit to the property, and would contribute to economic development within the County.

SECTION 3. That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, the Nueces County Commissioners' Court hereby creates a reinvestment zone under the provisions of Tex. Tax Code § 312.401, encompassing the area described by the legal description in "Exhibit A," and such reinvestment zone is hereby designated and shall hereafter be referred to as *Patriot Reinvestment Zone*.

SECTION 4. That Patriot Reinvestment Zone shall take effect upon adoption by the Nueces County Commissioners' Court and shall remain designated as a commercial-industrial reinvestment zone for a period of five (5) years from the date of such designation.

SECTION 5. That the County declare eligible for property tax abatement all eligible property for commercial-industrial development, now or thereafter located in that Reinvestment Zone as authorized by the Nueces County Tax Abatement Guidelines and Criteria in reinvestment zones and Chapter 312 of the Texas Tax Code.

SECTION 6. That if any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution.

SECTION 7. That it is hereby found, determined and declared that a sufficient notice of the date, hour, place and subject of the meeting of the Nueces County Commissioners' Court, at which this Resolution was adopted, was posted at a place convenient and readily accessible at all times, as required by the Texas Open Government Act, Texas Government Code, Chapter 551, as amended; and that a public hearing was held prior to the designation of such reinvestment zone, and that proper notice of the hearing was published in newspapers of general circulation in Nueces County of the State of Texas, and furthermore, such notice was, in fact, delivered to the presiding officer of any effected taxing entity as prescribed by the Property Redevelopment and Tax Abatement Act.

PASSED, APPROVED AND ADOPTED on this ____ day of _____, 2013.

NUECES COUNTY COMMISSIONERS' COURT

Samuel L. Neal, Jr. Nueces County Judge

Mike Pusley, Commissioner Precinct 1

Oscar Ortiz, Commissioner Precinct 3

Joe A. Gonzalez, Commissioner Precinct 2

Joe McComb, Commissioner Precinct 4

Legal Description of Reinvestment Zone

All of the following described real property located in Nueces County, Texas, as follows:

- Lots or Parcels 4 and 5, in Block or Section 2; Lots or Parcels 1 through 10 (ALL), in Block or Section 3; Lots or Parcels 1 through 10 (ALL), in Block or Section 4; and Lots or Parcels 3 through 5, in Block or Section 5, MARY J. LUBY SUBDIVISION OF THE WEST PART OF PETRONILLA RANCH, Nueces County, Texas, according to Map or Plat thereof recorded in Volume 3, Page 48, Map Records, Nueces County, Texas.
- Lots or Parcels 1 through 4 (ALL), in Block or Section 1; and the South 150.25 acres, more or less, of Lot or Parcel 1 and all of .Lots or Parcels 2 through 4, in Block or Section 2, of the EAST PART OF THE MARY J. LUBY PETRONILA RANCH, Nueces County, Texas (unrecorded), including Lots 3, 4, 5, 6, and 7, Block 3, and Lots 4, 5, and 6, Block 4, of the MARY J. LUBY SUBDIVISION OF THE WEST PART OF PETRONILLA RANCH, Nueces County, Texas.
- Lots or Parcels 1 through 5 and 16 through 19, F.Z. BISHOP SUBDIVISION of a portion of the PETRONILLA RANCH, Nueces County, Texas, according to Map or Plat thereof recorded in Volume 1, Page 9, Map Records, Nueces County, Texas.
- 1,110.80 acres, more or less, out of the westerly part of Share 9 of Parcel G (Tracts 3 and 4) in the partition of the Collins Petronila Ranch out of the Canutillo Colony Ditch Co. Survey Number 250, Abstract 464, consisting of the following four (4) tracts of land: 513.75 acre tract more particularly described in deed recorded as Document #869056; 179.05 acre tract more particularly described in deed recorded as Document #2004066663; 36.0 acre tract more particularly described as Tract Two (2) in deed recorded as Document #2005036727; and 382 acres more particularly described as a 381 acre tract and a 1 acre tract in deeds recorded as Document #2002001599 and #2002001600, all recorded in the Deed Records of Nueces County, Texas.

Checklist 24

Will Supplement when available.