

**APPLICATION FOR APPRAISED VALUE
LIMITATION ON QUALIFIED PROPERTY**

**SUBMITTED TO
BORDEN COUNTY ISD**

WIND TEX ENERGY – STEPHENS, LLC

ATTACHMENT 1

See application



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
		August 29, 2011
First Name	Last Name	
Jimmy	Thomas	
Title		
Superintendent		
School District Name		
Borden County ISD		
Street Address		
240 West Kincaid Avenue		
Mailing Address		
P.O. Box 95		
City	State	ZIP
Gail	TX	79738
Phone Number	Fax Number	
806-756-4313	806-756-4310	
Mobile Number (optional)	E-mail Address	
	jthomas@bcisd.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 **Daniel T.** Last Name **Casey**

Title **Partner**

Firm Name **Moak, Casey & Associates LLP**

Street Address **400 W. 15th Street, Suite 1410**

Mailing Address **400 W. 15th Street, Suite 1410**

City **Austin** State **TX** ZIP **78701-1648**

Phone Number **512-485-7878** Fax Number **512-485-7888**

Mobile Number (Optional) E-mail Address **dcasey@moakcasey.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

Jim Ihoner - Supt. **8-29-11**

Has the district determined this application complete? Yes No

If yes, date determined complete. **August 30, 2011**

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	
4	Certification pages signed and dated by applicant or authorized business representative of applicant	4 of 16	✓
5	Completed company checklist	12 of 16	✓
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 Steven K.		Last Name DeWolf	
Title Manager			
Organization Wind Tex Energy - Stephens, LLC			
Street Address 10000 North Central Expressway, Suite 900			
Mailing Address 10000 North Central Expressway, Suite 900			
City Dallas		State TX	ZIP 75231
Phone Number (214) 615-4207		Fax Number (214) 954-9541	
Mobile Number (optional)		Business e-mail Address sdewolf@bd-law.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		Last Name	
Title			
Organization			
Street Address			
Mailing Address			
City		State	ZIP
Phone Number		Fax Number	
Mobile Number (optional)		E-mail Address	

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 D. Dale		Last Name Cummings	
Title Partner			
Firm Name Cummings Westlake LLC			
Street Address 12837 Louetta Road, Suite 201			
Mailing Address 12837 Louetta Road, Suite 201			
City Cypress		State TX	ZIP 77429
Phone Number 713-266-4456 x1		Fax Number 713-266-2333	
Business email Address dcummings@cwlp.net			

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.

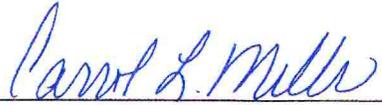
I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

Signature (Authorized Business Representative (Applicant)) 	Date AUG 5, 2011
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GIVEN under my hand and seal of office this 5th day of August, 2011



(Notary Seal)


 Notary Public, State of Texas

My commission expires 10-5-2013

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

Wind Tex Energy - Stephens, LLC

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

32034592389

NAICS code

221119

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.

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 corporation

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)

See Attachment 4

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

See Attachment 4A

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 November 2011 Begin Hiring New Employees August 2012
 Construction Complete December 2012 Fully Operational December 2012
 Purchase Machinery & Equipment November 2011

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? December 2012

ECONOMIC INCENTIVES

Identify state programs the project will apply for:

State Source	Amount
Not applicable	
Total	

Will other incentives be offered by local units of government? Yes No

Please use the following box for additional details regarding incentives. (Use attachments if necessary.)

Tax abatement has been granted by Borden County, TX in accordance with Tax Code Chapter 312.

THE PROPERTY

Identify county or counties in which the proposed project will be located Borden and Lynn

Central Appraisal District (CAD) that will be responsible for appraising the property Borden

Will this CAD be acting on behalf of another CAD to appraise this property? Yes No

List all taxing entities that have jurisdiction for the property and the portion of project within each entity

County: Borden - 46% City: n/a
(Name and percent of project) (Name and percent of project)

Hospital District: n/a Water District: n/a
(Name and percent of project) (Name and percent of project)

Other (describe): n/a Other (describe): n/a
(Name and percent of project) (Name and percent of project)

Is the project located entirely within this ISD? Yes No

If not, please provide additional information on the project scope and size to assist in the economic analysis.

66 out of 143 turbines (46%) of the project are located in Borden County and Borden County ISD. The remaining 77 turbines are located in Lynn County and O'Donnell ISD. A separate application is being filed for O'Donnell ISD.



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/taxinfo/proptax/hb1200/values.html.

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

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

What is your total estimated qualified investment? \$198,633,031

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? December 1, 2011

What is the anticipated date of the beginning of the qualifying time period? December 1, 2011

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? \$203,328,000

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,
(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.

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? [X] 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? [X] 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? [X] Yes [] No
(3) on the same parcel of land as the building for which you are applying for an appraised value limitation? [X] 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? [X] Yes [] No

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

If the proposed investment includes a building or a permanent, non-removable component of a building, does it house tangible personal property? [X] 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? [X] 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? n/a

Will the applicant own the land by the date of agreement execution? [] Yes [X] No

Will the project be on leased land? [X] 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. 0 (Market Value) 2011 (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)? None

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

First Quarter Second Quarter Third Quarter Fourth Quarter of 2011 (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? None

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. Not applicable

Total number of new jobs that will have been created when fully operational 4

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? 4

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/hb1200/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 \$597.58

110% of the county average weekly wage for manufacturing jobs in the county is No TWC data exists for manufacturing jobs in Borden County

110% of the county average weekly wage for manufacturing jobs in the region is \$876

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? \$876

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? \$45,538

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? 75%

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.)

See Attachment 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.



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	✓
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	✓
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.

Schedule A (Rev. May 2010): Investment

Form 50-296

Applicant Name: Wind Tex Energy - Stephens, LLC
 ISD Name: Borden County ISD

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 (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)								
								Investment made before filing complete application with district (neither qualified property nor eligible to become qualified investment)	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)					
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	2011-2012	2011	\$ 4,694,969.00	\$ -	\$ -	\$ -	\$ -								
								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)	Complete tax years of qualifying time period	1	\$ 8,255,031.00	\$ 150,000.00	\$ 8,405,031	\$ -	\$ 8,405,031
										2	\$ 190,228,000	\$ -	\$ 190,228,000	\$ -	\$ 190,228,000
										3	\$ -	\$ -	\$ -	\$ -	\$ -
										4	\$ -	\$ -	\$ -	\$ -	\$ -
										5	\$ -	\$ -	\$ -	\$ -	\$ -
										6	\$ -	\$ -	\$ -	\$ -	\$ -
										7	\$ -	\$ -	\$ -	\$ -	\$ -
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										14	\$ -	\$ -	\$ -	\$ -	\$ -
15	\$ -	\$ -	\$ -	\$ -	\$ -										
Tax Credit Period (with 50% cap on credit)	Value Limitation Period														
Credit Settle-Up Period	Continue to Maintain Viable Presence														
	Post-Settle-Up Period														
	Post-Settle-Up Period														

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.

Column B: [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. 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).

Column D: For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings. 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]
 DATE: Aug 5, 2011

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

Schedule B (Rev. May 2010): Estimated Market And Taxable Value
Wind Tex Energy - Stephens, LLC

Borden County ISD

Form 50-296

Applicant Name ISD Name	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Reductions from Market Value		Estimated Taxable Value	
				Estimated Market Value of Land	Estimated Total 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	
	pre-year 1	2011-2012	2011	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	1	2012-2013	2012	\$ -	\$ 6,475,000	\$ 75,000	\$ -	\$ -	\$ 6,550,000	\$ 6,550,000
	2	2013-2014	2013	\$ -	\$ 182,860,200	\$ 150,000	\$ -	\$ -	\$ 183,010,200	\$ 183,010,200
	3	2014-2015	2014		\$ 175,545,800	\$ 146,250	\$ -	\$ -	\$ 175,692,050	\$ 30,000,000
	4	2015-2016	2015		\$ 168,524,000	\$ 142,600	\$ -	\$ -	\$ 168,666,600	\$ 30,000,000
	5	2016-2017	2016		\$ 161,783,000	\$ 139,000	\$ -	\$ -	\$ 161,922,000	\$ 30,000,000
	6	2017-2018	2017		\$ 155,311,700	\$ 132,700	\$ -	\$ -	\$ 155,444,400	\$ 30,000,000
	7	2018-2019	2018		\$ 145,993,000	\$ 126,700	\$ -	\$ -	\$ 146,119,700	\$ 30,000,000
	8	2019-2020	2019		\$ 137,233,400	\$ 121,000	\$ -	\$ -	\$ 137,354,400	\$ 30,000,000
	9	2020-2021	2020		\$ 128,999,400	\$ 115,600	\$ -	\$ -	\$ 129,115,000	\$ 30,000,000
	10	2021-2022	2021		\$ 121,259,400	\$ 110,400	\$ -	\$ -	\$ 121,369,800	\$ 30,000,000
	11	2022-2023	2022		\$ 113,983,800	\$ 105,400	\$ -	\$ -	\$ 114,089,200	\$ 114,089,200
	12	2023-2024	2023		\$ 107,144,800	\$ 100,700	\$ -	\$ -	\$ 107,245,500	\$ 107,245,500
	13	2024-2025	2024		\$ 100,716,100	\$ 96,200	\$ -	\$ -	\$ 100,812,300	\$ 100,812,300
	14	2025-2026	2025		\$ 94,673,100	\$ 91,900	\$ -	\$ -	\$ 94,765,000	\$ 94,765,000
	15	2026-2027	2026		\$ 88,992,700	\$ 87,800	\$ -	\$ -	\$ 89,080,500	\$ 89,080,500

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 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]

Aug 11 2011

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

ATTACHMENT 2

Copy of check attached.

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)*

ATTACHMENT 3

Wind Tex Energy – Stephens, LLC is part of a combined group for franchise tax reporting purposes. Documentation of combined group membership is attached.

TEXAS FRANCHISE TAX
EXTENSION AFFILIATE LIST

Tcode 13298

Reporting entity taxpayer number

Report year

Reporting entity taxpayer name

32009758486

2011

WIND TEX ENERGY, L.P. FORMERLY WIND T

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. WIND TEX ENERGY, G.P. LLC.	32020026624	<input type="checkbox"/>
2. WIND TEX ENERGY-LENORAH, LLC	32033046916	<input type="checkbox"/>
3. WIND TEX ENERGY-STEPHENS, LLC	32034592389	<input type="checkbox"/>
4. WIND TEX ENERGY, L.P.	32009758486	<input type="checkbox"/>
5. STEPHENS RANCH WIND ENERGY, LLC	12619006286	<input checked="" type="checkbox"/>
6. WIND TEX ENERGY LYNN, L.L.C.	32037688176	<input type="checkbox"/>
7.		<input type="checkbox"/>
8.		<input type="checkbox"/>
9.		<input type="checkbox"/>
10.		<input type="checkbox"/>
11.		<input type="checkbox"/>
12.		<input type="checkbox"/>
13.		<input type="checkbox"/>
14.		<input type="checkbox"/>
15.		<input type="checkbox"/>
16.		<input type="checkbox"/>
17.		<input type="checkbox"/>
18.		<input type="checkbox"/>
19.		<input type="checkbox"/>
20.		<input type="checkbox"/>
21.		<input type="checkbox"/>

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	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Taxable Entity Search Results

Franchise Tax Certification of Account Status

This Certification Not Sufficient for Filings with Secretary of State

Do **not** include a certificate from this Web site as part of a filing with the Secretary of State for dissolution, merger, withdrawal, or conversion. The Secretary of State will reject a filing that uses the certification from this site.

To obtain a certificate that is sufficient for dissolution, merger, or conversion, see Publication 98-336d, Requirements to Dissolve, Merge or Convert a Texas Entity.

Certification of Account Status

Officers And Directors Information

Entity Information:

WIND TEX ENERGY-STEPHENS, LLC
8129 SAN FERNANDO WAY
DALLAS, TX 75218-4435

Status:

IN GOOD STANDING NOT FOR DISSOLUTION OR WITHDRAWAL through November 15, 2011

Registered Agent:

STEVEN K. DEWOLF
8129 SAN FERNANDO WAY
DALLAS, TX 75218

Registered Agent Resignation Date:

State of Formation:

TX

File Number:

0800930602

SOS Registration Date:

January 29, 2008

Taxpayer Number:

32034592389

texas.gov | Statewide Search from the Texas State Library | State Link Policy | Texas Homeland Security

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Privacy and Security Policy | Accessibility Policy | Link Policy | Public Information Act | Compact with Texans



Susan Combs Texas Comptroller of Public Accounts



Taxable Entity Search Results

Officers and Directors WIND TEX ENERGY-STEPHENS, LLC

[Return to: Taxable Entity Search Results](#)

Officer and director information on this site is obtained from the most recent Public Information Report (PIR) processed by the Secretary of State (SOS). PIRs filed with annual franchise tax reports are forwarded to the SOS. After processing, the SOS sends the Comptroller an electronic copy of the information, which is displayed on this web site. The information will be updated as changes are received from the SOS.

You may order a copy of a Public Information Report from open.records@cpa.state.tx.us or Comptroller of Public Accounts, Open Government Division, PO Box 13528, Austin, Texas 78711.

Title:	Name and Address:	Expiration/Resignation Date:
<i>MANAGER</i>	STEVEN K DEWOLF 8129 SAN FERNADO WAY DALLAS , TX 75218	
<i>DIRECTOR</i>	STEVEN K DEWOLF 8129 SAN FERNADO WAY DALLAS , TX 75218	

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ATTACHMENT 4

Wind Tex Energy – Stephens, LLC plans to construct a 343 MW wind farm in Borden and Lynn Counties. 77 out of a total of 143 wind turbines will be located in Borden County and Borden County ISD. The project plans to use 2.4 MW turbines manufactured by Mitsubishi although final turbine selection has not occurred. The other 66 turbines will be located in Lynn County and O’Donnell ISD. A separate 313 application will be submitted for the portion of the project in O’Donnell ISD.

This application covers qualified property necessary for the commercial operations of the wind farm. Qualified property includes, but is not limited to, turbines, towers, electrical interconnections, electrical substations, transmission lines, met towers, foundations, operations buildings, spare parts, and control systems necessary for commercial generation of electricity.

ATTACHMENT 4A

Wind Tex Energy – Stephens, LLC has the ability to locate a wind farm in numerous locations in the United States.

ATTACHMENT 5

The project is located in the following taxing jurisdictions:

- Borden County (46%)
- Borden County ISD (46%)

ATTACHMENT 6

Wind Tex Energy – Stephens, LLC plans to construct a 343 MW wind farm in Borden and Lynn Counties. 77 out of a total of 143 wind turbines will be located in Borden County and Borden County ISD. The project plans to use 2.4 MW turbines manufactured by Mitsubishi although final turbine selection has not occurred. The other 66 turbines will be located in Lynn County and O’Donnell ISD. A separate 313 application will be submitted for the portion of the project in O’Donnell ISD.

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ATTACHMENT 7

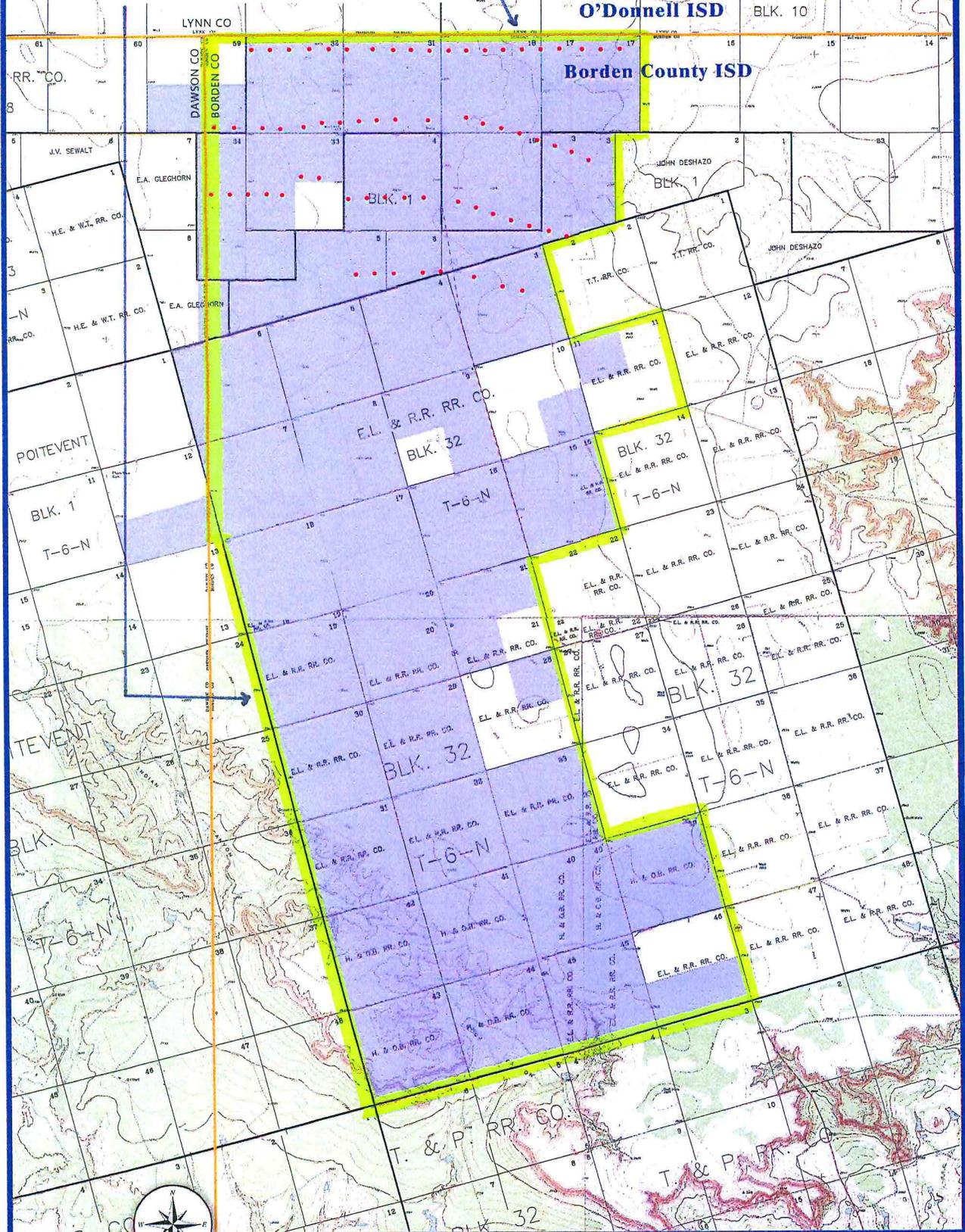
See attached maps (Borden reinvestment zone, vicinity map, BCISD map)

W.T. RR. CO.
BLK. 7

Reinvestment zone boundaries are highlighted in yellow. Red dots are planned turbine locations. All turbines and other qualified property are wholly within reinvestment zone boundaries.

Legend

- Turbine Location



3-DIMENSIONAL PRINT

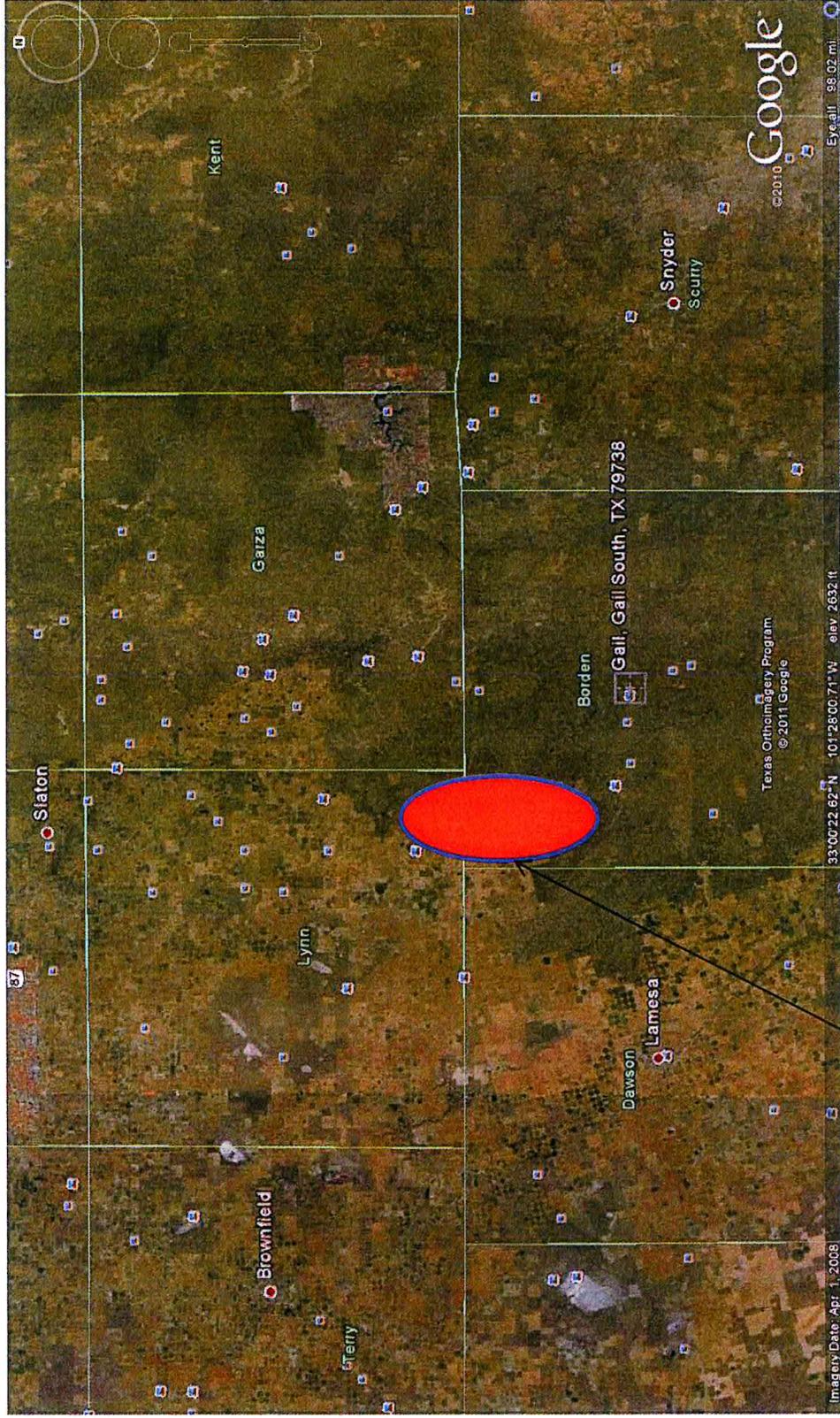


Stephens - BorLynn Wind Energy Project

Lynn County
South Phase
07/27/11



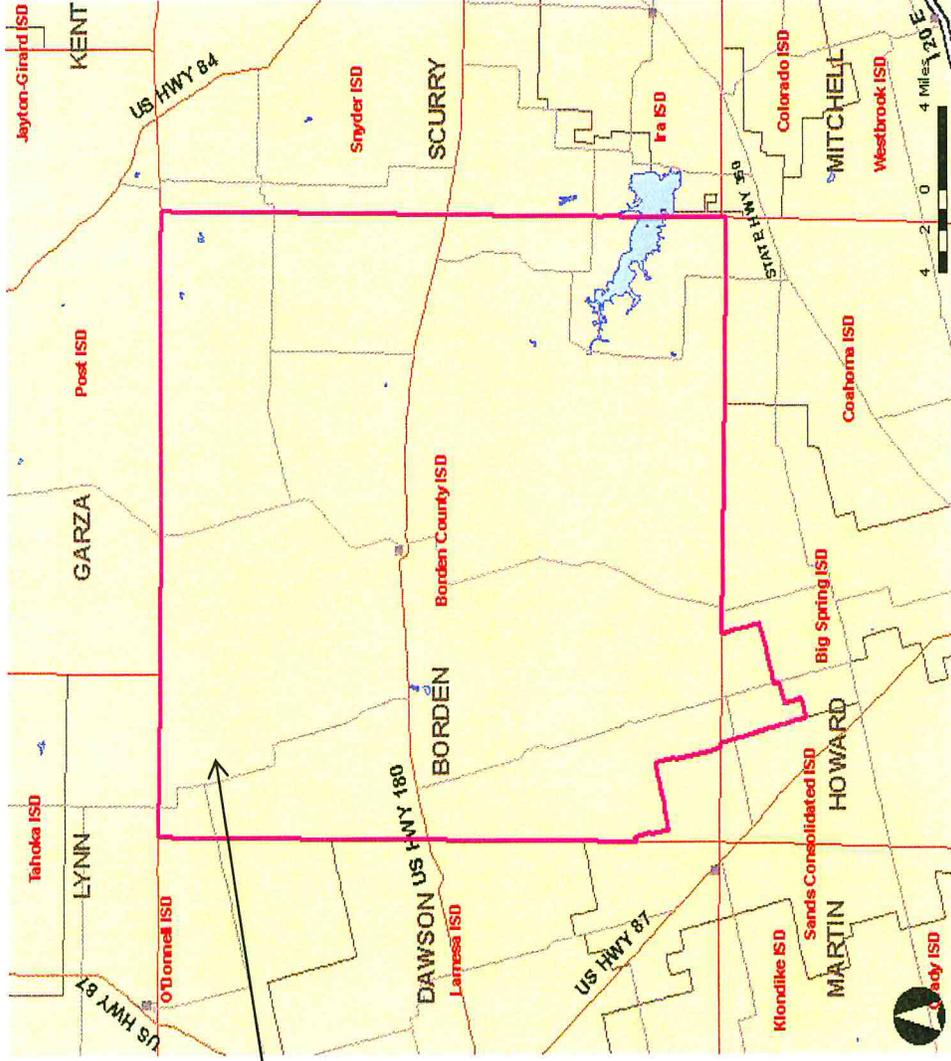
Vicinity Map



Project Area

Borden County ISD Map

Project Area



ATTACHMENT 8

Wind Tex Energy – Stephens, LLC plans to construct a 343 MW wind farm in Borden and Lynn Counties. 77 out of a total of 143 wind turbines will be located in Borden County and Borden County ISD. The project plans to use 2.4 MW turbines manufactured by Mitsubishi although final turbine selection has not occurred. The other 66 turbines will be located in Lynn County and O’Donnell ISD. A separate 313 application will be submitted for the portion of the project in O’Donnell ISD.

This application covers qualified property necessary for the commercial operations of the wind farm. Qualified property includes, but is not limited to, turbines, towers, electrical interconnections, electrical substations, transmission lines, met towers, foundations, operations buildings, spare parts, and control systems necessary for commercial generation of electricity.

ATTACHMENT 9

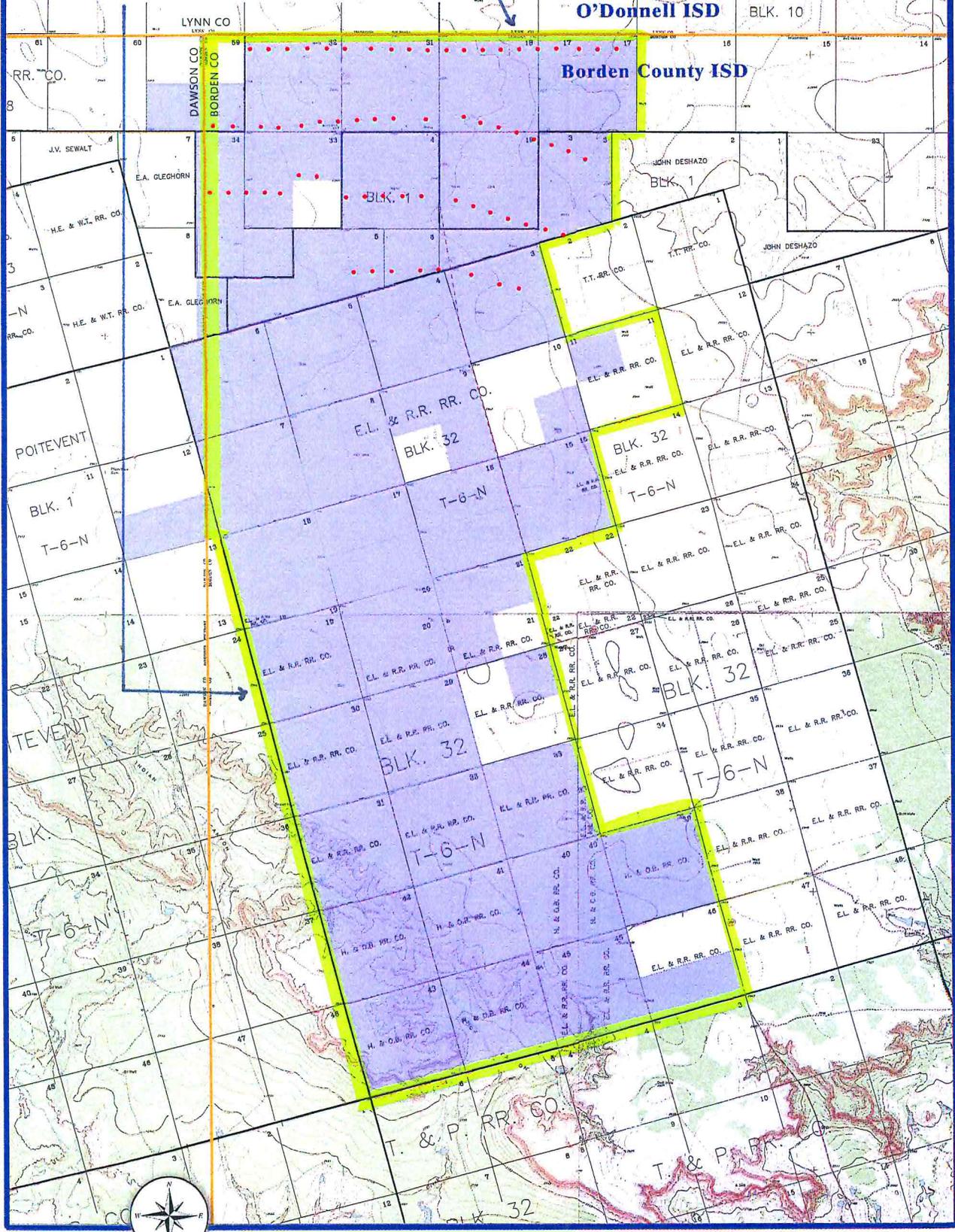
See attached maps (Borden reinvestment zone, vicinity map, BCISD map)

& W.T. RR. C
BLK. 7

Reinvestment zone boundaries are highlighted in yellow. Red dots are planned turbine locations. All turbines and other qualified property are wholly within reinvestment zone boundaries.

Legend

- Turbine Location

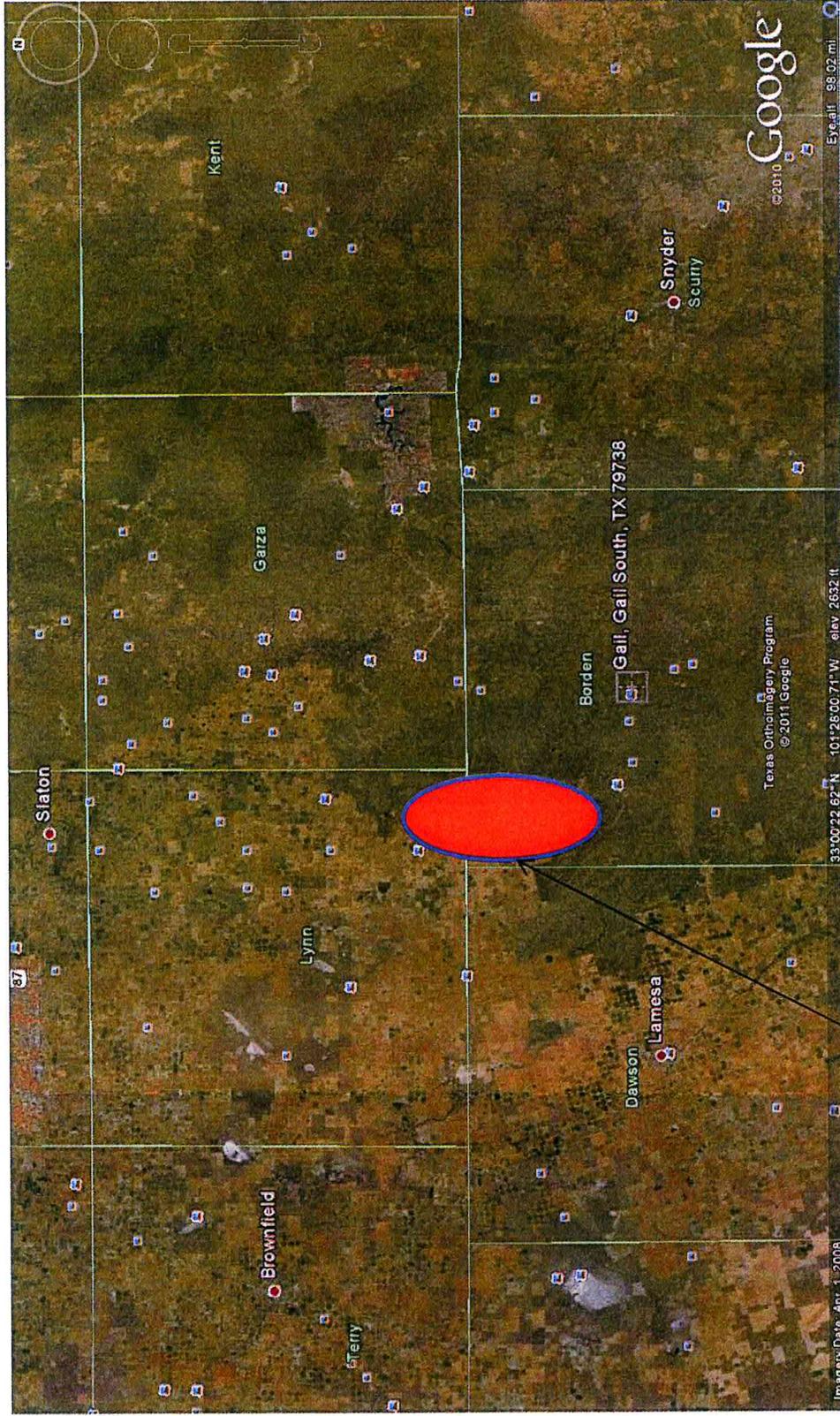


Stephens - BorLynn Wind Energy Project

Lynn County
South Phase
07/27/11



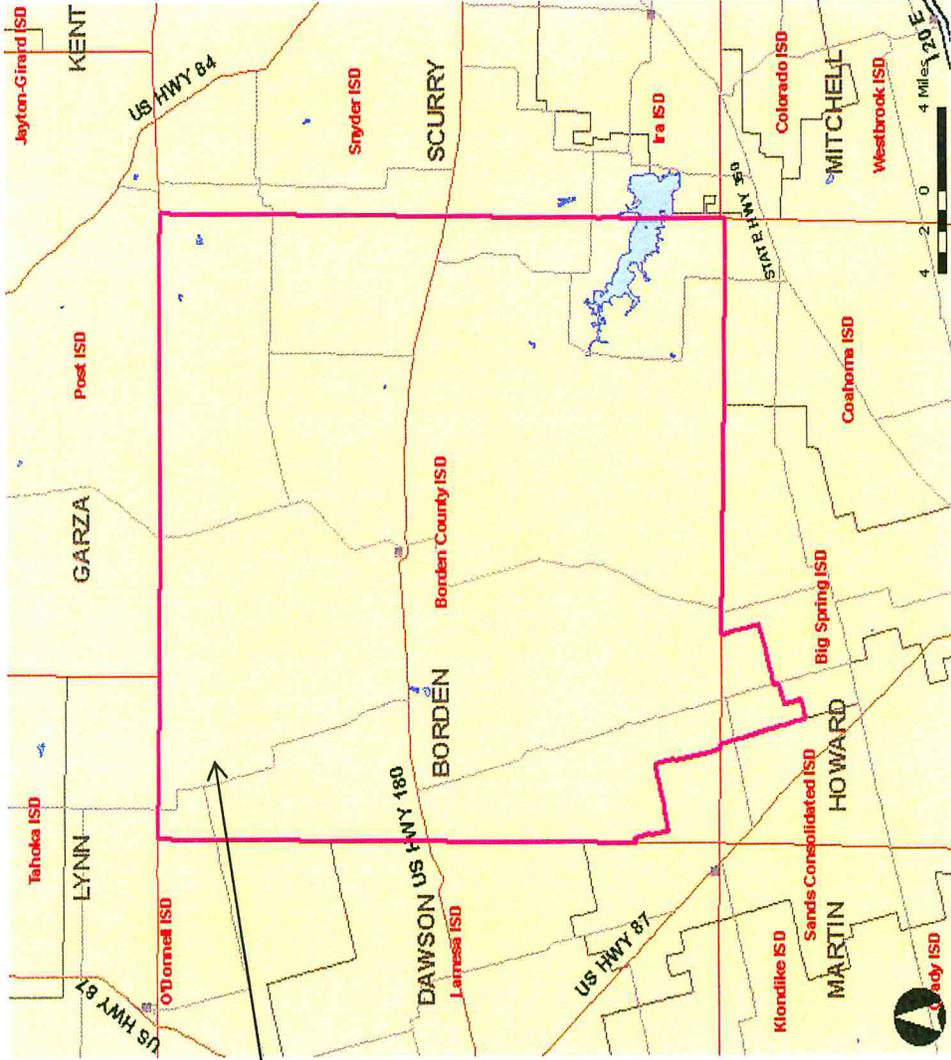
Vicinity Map



Project Area

Borden County ISD Map

Project Area



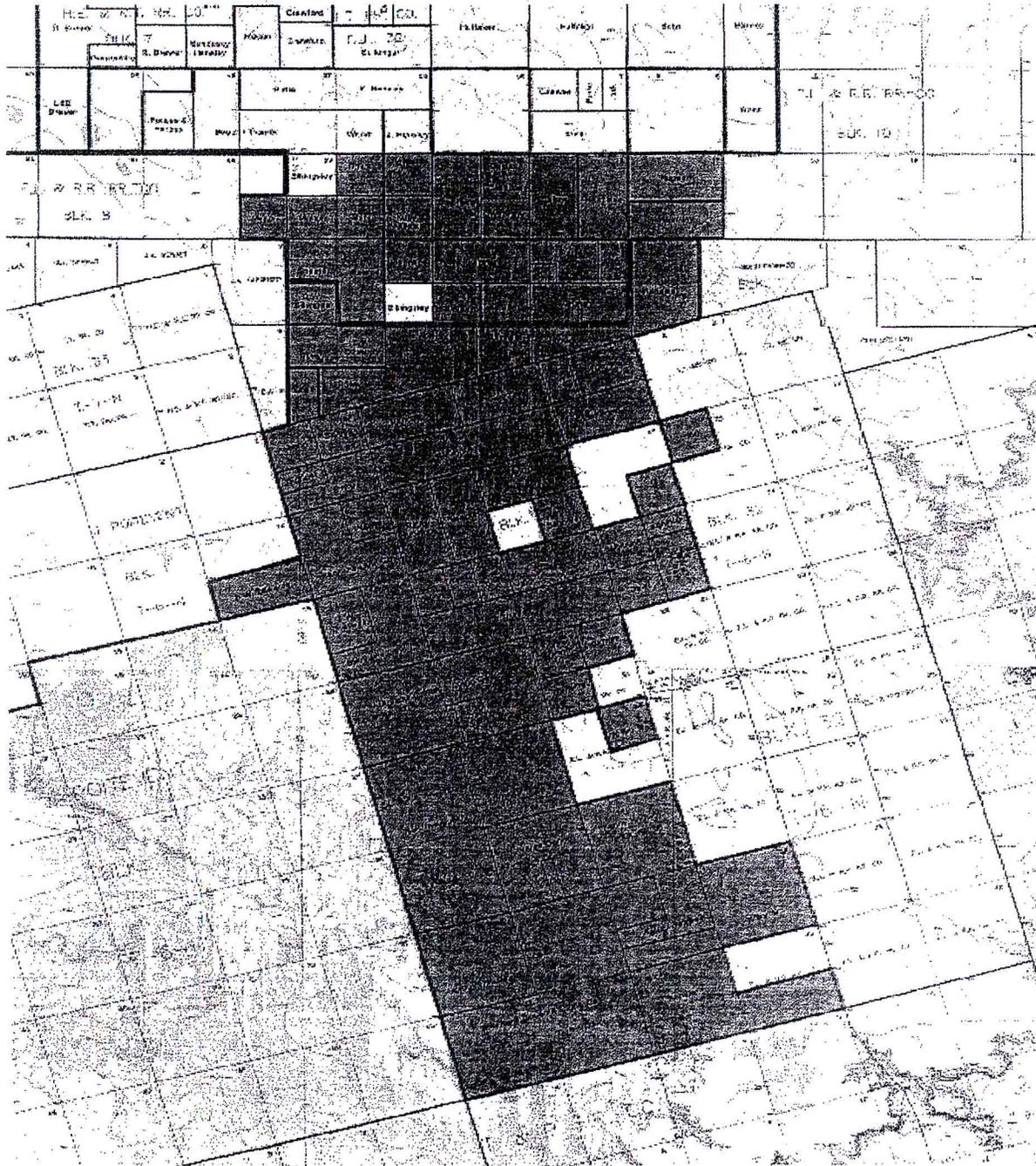
ATTACHMENT 10

The legal description of the reinvestment zone is attached. The project will be on leased land. As such, the land will not be considered part of qualified property. Land account numbers, owner names, appraisal district account numbers, and taxable values are not applicable.

Exhibit A

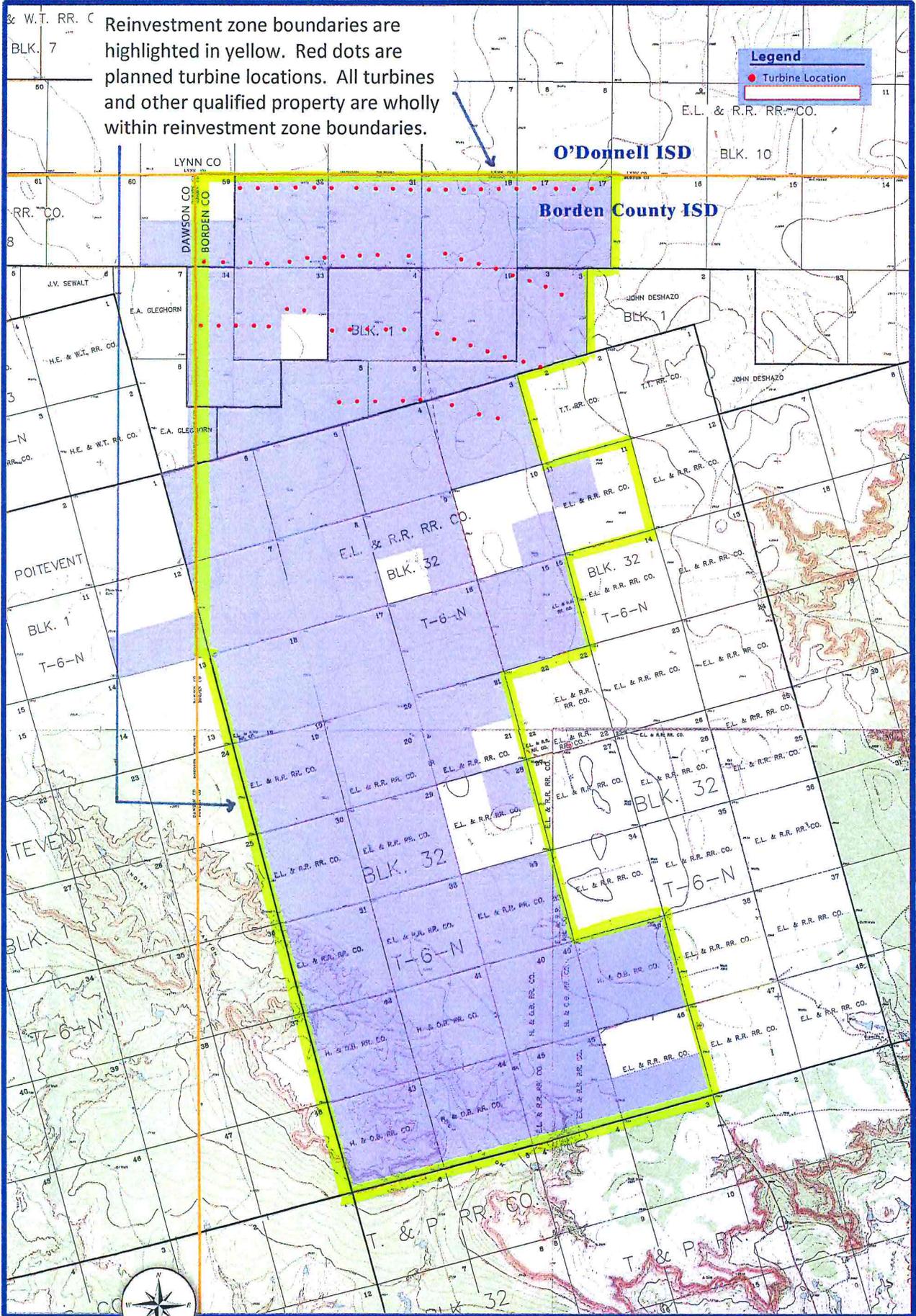
REINVESTMENT ZONE, BORDEN COUNTY, TEXAS

The Project may contain Sections 17, 18, 19, 20, 31, 32, 33, 34, Block 10, E.L. & R.R. RR. Co. Survey, Borden County, Texas; Section 3, Block 1, John Deshazo, Borden County, Texas; Sections 4, 5, and 6, Block 1, E.A. Gleghorn Survey, Borden County, Texas; Section 59, Block 8, E.L. & R.R. RR Co. Survey, Borden County, Texas; Section 8, Block 41, E. A. Gleghorn Survey, Borden County, Texas; Section 12, Block 1, J. Poitevent Survey, Borden County, Texas; Sections 3, 4, 5, 6, 7, 8, 9, 10, 11, 15, 16, 17, 18, 19, 20, 21, 28, 29, 30, 31, 32, 33, 45, and 46, Block 32, T-6-N, E.L.&R.R. RR. Co. Survey, Borden County, Texas; Sections 39, 40, 41, 42, 43, and 44, Block 32, T-6-N, H. & O.B. RR. Co. Survey, Borden County, Texas; Sections 6, 7, 18, 19, 30, 42, and 43, Block 32, T-5-N, T. & P. RR. Co. Survey, Borden County, Texas; Sections 46, 47, and 48, Block 33, T-5-N, T. & P. RR. Co. Survey, Borden County, Texas.



ATTACHMENT 11

Please see attached maps

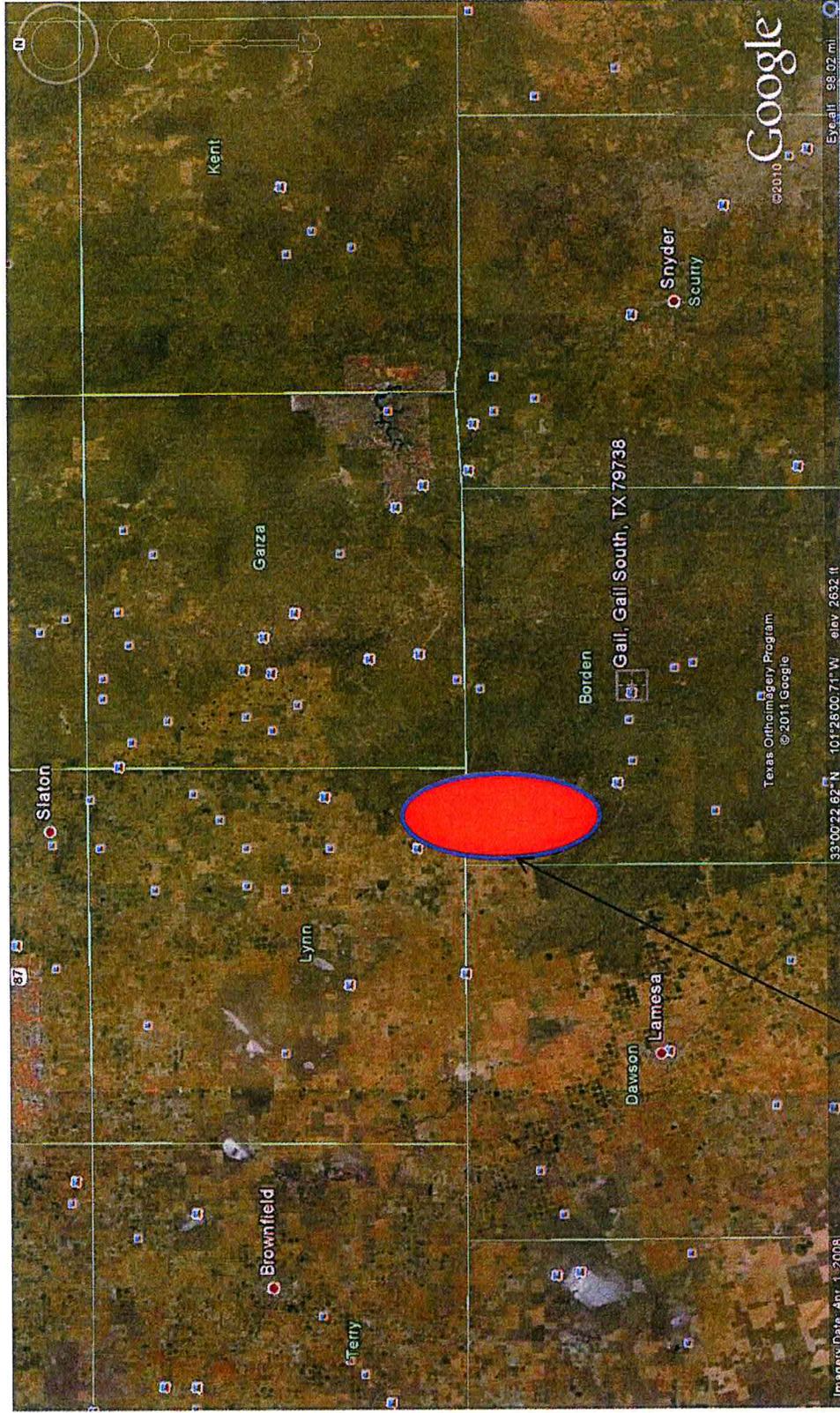


**Stephens - BorLynn
 Wind Energy Project**

Lynn County
 South Phase
 07/27/11



Vicinity Map



Project Area

ATTACHMENT 12

There are no existing wind farm related improvements at the site as of January 1, 2011.

ATTACHMENT 13

Please see attached letter requesting a waiver of the job creation requirement.

CUMMINGS WESTLAKE LLC

12837 Louetta Road, Suite 201 Cypress, Texas 77429-5611 713-266-4456 713-266-2333 (Fax)

August 2, 2011

Mr. Jimmy Thomas
Superintendent
Borden County ISD
P.O. Box 95
Gail, TX 79738

Re: Request for Waiver of Job Creation Requirement– Wind Tex Energy – Stephens, LLC

Dear Mr. Thomas:

Wind Tex Energy – Stephens, LLC requests that Borden County ISD waive the job creation requirement as allowed by Tax Code §313.025(f-1). Our clients have provided background information on the creation of full-time jobs by a wind project. Wind projects create a large number of construction jobs but require a small number of highly skilled technicians to operate a wind project once commercial operations start.

The permanent employees of a wind project maintain and service wind turbines, underground electrical connections, substations, and other infrastructure associated with the safe and reliable operation of the project. Based upon a survey of our clients who are experienced developers and operators of large scale wind projects, we find that industry standard for permanent employment is one full-time employee for every fifteen turbines. This number can and does vary depending upon the operator, turbine type, and the support and technical assistance (warranty) offered by the turbine manufacturer.

In addition to the onsite employees described above, there may be asset managers or technicians who supervise, monitor, and support wind project operations from offsite locations.

If you have questions, please contact me at 713-266-4456 or by email @ dcummings@cwlp.net.

Sincerely,



D. Dale Cummings

D. Dale Cummings

ATTACHMENT 14

The calculation of the three possible wage requirements with TWC documentation is attached.

WIND TEX ENERGY - STEPHENS, LLC
ATTACHMENT TO CHAPTER 313 APPLICATION - BORDEN COUNTY ISD

CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2011	\$ 524	\$ 27,248
FOURTH	2010	\$ 562	\$ 29,224
THIRD	2010	\$ 546	\$ 28,392
SECOND	2010	\$ 541	\$ 28,132
AVERAGE		\$ 543	\$ 28,249
		X 110%	110%
		\$ 598	\$ 31,074

CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS **

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2011	\$ -	\$ -
FOURTH	2010	\$ -	\$ -
THIRD	2010	\$ -	\$ -
SECOND	2010	\$ -	\$ -
AVERAGE		\$ -	\$ -
		X 110%	110%
		\$ -	\$ -

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
	2010	\$ 796	\$ 41,398
		X 110%	110%
		\$ 876	\$ 45,538

* SEE ATTACHED TWC DOCUMENTATION

**** NOTE - THERE ARE NO MANUFACTURING WAGES SHOWN ON TWC WEBSITE**

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	Borden County	Total All	00	0	10	Total, All Industries	\$524
2010	2nd Qtr	Borden County	Total All	00	0	10	Total, All Industries	\$541
2010	3rd Qtr	Borden County	Total All	00	0	10	Total, All Industries	\$546
2010	4th Qtr	Borden County	Total All	00	0	10	Total, All Industries	\$562

**2010 Manufacturing Wages by Council of Government Region
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
Texas		
1. Panhandle Regional Planning Commission	\$18.60	\$38,683
2. South Plains Association of Governments	\$16.21	\$33,717
3. NORTEX Regional Planning Commission	\$18.34	\$38,153
4. North Central Texas Council of Governments	\$23.45	\$48,777
5. Ark-Tex Council of Governments	\$15.49	\$32,224
6. East Texas Council of Governments	\$17.63	\$36,672
7. West Central Texas Council of Governments	\$17.48	\$36,352
8. Rio Grande Council of Governments	\$15.71	\$32,683
9. Permian Basin Regional Planning Commission	\$19.90	\$41,398
10. Concho Valley Council of Governments	\$15.33	\$31,891
11. Heart of Texas Council of Governments	\$17.91	\$37,257
12. Capital Area Council of Governments	\$25.37	\$52,778
13. Brazos Valley Council of Governments	\$15.24	\$31,705
14. Deep East Texas Council of Governments	\$15.71	\$32,682
15. South East Texas Regional Planning Commission	\$27.56	\$57,333
16. Houston-Galveston Area Council	\$24.52	\$51,002
17. Golden Crescent Regional Planning Commission	\$20.07	\$41,738
18. Alamo Area Council of Governments	\$17.28	\$35,952
19. South Texas Development Council	\$13.27	\$27,601
20. Coastal Bend Council of Governments	\$21.55	\$44,822
21. Lower Rio Grande Valley Development Council	\$14.35	\$29,846
22. Texoma Council of Governments	\$18.10	\$37,651
23. Central Texas Council of Governments	\$17.21	\$35,788
24. Middle Rio Grande Development Council	\$13.21	\$27,471

← Borden County & Borden County ISD

Source: Texas Occupational Employment and Wages

Data published: June 2011

Data published annually, next update will be June 2012.

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.

ATTACHMENT 15

Wind Tex Energy – Stephens, LLC will provide its employees with benefits including but not limited to the following:

- Medical Insurance Coverage
- Paid Holidays
- Paid Vacation
- 401(k) Retirement Savings Plan

ATTACHMENT 16

The economic impact study will be performed by the Comptroller at a future date.

Schedule D shows that Borden County has agreed to abate 100% of the property taxes for a ten-year period. However, Wind Tex Energy – Stephens, LLC has agreed to make an in-lieu-of tax payment to Borden County in the amount of \$1,000 per installed megawatt during the ten-year term of the abatement agreement.

ATTACHMENT 17

Please see attached Schedule A

Schedule A (Rev. May 2010): Investment

Form 50-296

Applicant Name: Wind Tex Energy - Stephens, LLC
 ISD Name: Borden County ISD

PROPERTY INVESTMENT AMOUNTS									
(Estimated investment in each year. Do not put cumulative totals.)									
	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: Tangible Personal Property (original cost) placed in service or building during this year	Column B: Building or permanent nonremovable component of building (annual amount only)	Column C: Sum of A and B (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) 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) Complete tax years of qualifying time period Value Limitation Period Continue to Maintain Viable Presence Post-Settle-Up Period Post-Settle-Up Period	Year	2011	\$ 4,694,969.00	\$ -	\$ 4,694,969.00	\$ -	\$ 4,694,969		
	1	2012	\$ 8,255,031.00	\$ 150,000.00	\$ 8,405,031	\$ -	\$ 8,405,031		
	2	2013	\$ 190,228,000	\$ -	\$ 190,228,000	\$ -	\$ 190,228,000		
	3	2014	\$ -	\$ -	\$ -	\$ -	\$ -		
	4	2015	\$ -	\$ -	\$ -	\$ -	\$ -		
	5	2016	\$ -	\$ -	\$ -	\$ -	\$ -		
	6	2017	\$ -	\$ -	\$ -	\$ -	\$ -		
	7	2018	\$ -	\$ -	\$ -	\$ -	\$ -		
	8	2019	\$ -	\$ -	\$ -	\$ -	\$ -		
	9	2020	\$ -	\$ -	\$ -	\$ -	\$ -		
	10	2021	\$ -	\$ -	\$ -	\$ -	\$ -		
	11	2022	\$ -	\$ -	\$ -	\$ -	\$ -		
	12	2023	\$ -	\$ -	\$ -	\$ -	\$ -		
	13	2024	\$ -	\$ -	\$ -	\$ -	\$ -		
	14	2025	\$ -	\$ -	\$ -	\$ -	\$ -		
15	2026	\$ -	\$ -	\$ -	\$ -	\$ -			

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.

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

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

APRS, 2011
 DATE

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

ATTACHMENT 18

Please see attached Schedule B

Schedule B (Rev. May 2010): Estimated Market And Taxable Value
Wind Tex Energy - Stephens, LLC

Form 50-296

Applicant Name
ISD Name

Borden County ISD

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Qualified Property		Estimated Total Market Value of tangible personal property in the new building or "in or on the new improvement"	Exempted Value	Reductions from Market Value	Estimated Taxable Value	Final taxable value for M&O - after all reductions	Final taxable value for M&O - after all reductions
				Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of new buildings or other new improvements						
pre-year 1	2011-2012	2011	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
1	2012-2013	2012	\$ -	\$ 6,475,000	\$ 75,000	\$ -	\$ -	\$ -	\$ 6,550,000	\$ 6,550,000	\$ 6,550,000
2	2013-2014	2013	\$ -	\$ 182,860,200	\$ 150,000	\$ -	\$ -	\$ -	\$ 183,010,200	\$ 183,010,200	\$ 183,010,200
3	2014-2015	2014		\$ 175,545,800	\$ 146,250	\$ -	\$ -	\$ -	\$ 175,692,050	\$ 175,692,050	\$ 30,000,000
4	2015-2016	2015		\$ 168,524,000	\$ 142,600	\$ -	\$ -	\$ -	\$ 168,666,600	\$ 168,666,600	\$ 30,000,000
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7	2018-2019	2018		\$ 145,993,000	\$ 126,700	\$ -	\$ -	\$ -	\$ 146,119,700	\$ 146,119,700	\$ 30,000,000
8	2019-2020	2019		\$ 137,233,400	\$ 121,000	\$ -	\$ -	\$ -	\$ 137,354,400	\$ 137,354,400	\$ 30,000,000
9	2020-2021	2020		\$ 128,999,400	\$ 115,600	\$ -	\$ -	\$ -	\$ 129,115,000	\$ 129,115,000	\$ 30,000,000
10	2021-2022	2021		\$ 121,259,400	\$ 110,400	\$ -	\$ -	\$ -	\$ 121,369,800	\$ 121,369,800	\$ 30,000,000
11	2022-2023	2022		\$ 113,983,800	\$ 105,400	\$ -	\$ -	\$ -	\$ 114,089,200	\$ 114,089,200	\$ 114,089,200
12	2023-2024	2023		\$ 107,144,800	\$ 100,700	\$ -	\$ -	\$ -	\$ 107,245,500	\$ 107,245,500	\$ 107,245,500
13	2024-2025	2024		\$ 100,716,100	\$ 96,200	\$ -	\$ -	\$ -	\$ 100,812,300	\$ 100,812,300	\$ 100,812,300
14	2025-2026	2025		\$ 94,673,100	\$ 91,900	\$ -	\$ -	\$ -	\$ 94,765,000	\$ 94,765,000	\$ 94,765,000
15	2026-2027	2026		\$ 88,992,700	\$ 87,800	\$ -	\$ -	\$ -	\$ 89,080,500	\$ 89,080,500	\$ 89,080,500

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 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]

4/9/2011

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

ATTACHMENT 19

Please see attached Schedule C

Schedule C- Application: Employment Information

Applicant Name: Wind Tex Energy - Stephens, LLC
 ISD Name: Borden County ISD

Form 50-296

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Construction		New Jobs		Qualifying Jobs	
				Column A: Number of Construction FTE's or man- hours (specify [FTE])	Column B: Average annual wage rates for construction workers	Column C: Number of new jobs applicant commits to create (cumulative)	Column D: Average annual wage rate for all new jobs.	Column E: Number of qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Column F: Average annual wage of qualifying jobs
	pre-year 1	2011-2012	2011	30	\$ 57,000	0	\$ -	0	\$ -
	1	2012-2013	2012	75	\$ 57,000	4	\$ 45,538	4	\$ 45,538
	2	2013-2014	2013	-	\$ -	4	\$ 45,538	4	\$ 45,538
	3	2014-2015	2014	0	\$ -	4	\$ 45,538	4	\$ 45,538
	4	2015-2016	2015	0	\$ -	4	\$ 45,538	4	\$ 45,538
	5	2016-2017	2016	0	\$ -	4	\$ 45,538	4	\$ 45,538
	6	2017-2018	2017	0	\$ -	4	\$ 45,538	4	\$ 45,538
	7	2018-2019	2018	0	\$ -	4	\$ 45,538	4	\$ 45,538
	8	2019-2020	2019	0	\$ -	4	\$ 45,538	4	\$ 45,538
	9	2020-2021	2020	0	\$ -	4	\$ 45,538	4	\$ 45,538
	10	2021-2022	2021	0	\$ -	4	\$ 45,538	4	\$ 45,538
	11	2022-2023	2022	0	\$ -	4	\$ 45,538	4	\$ 45,538
	12	2023-2024	2023	0	\$ -	4	\$ 45,538	4	\$ 45,538
	13	2024-2025	2024	0	\$ -	4	\$ 45,538	4	\$ 45,538
	14	2025-2026	2025	0	\$ -	4	\$ 45,538	4	\$ 45,538
	15	2026-2027	2026	0	\$ -	4	\$ 45,538	4	\$ 45,538
Tax Credit Period (with 50% cap on credit)									
Credit Settle-Up Period									
Post- Settle-Up Period									
Post- Settle-Up Period									

Notes: For job definitions see TAC §9.1051(14) and Tax Code §313.021(3).

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]

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

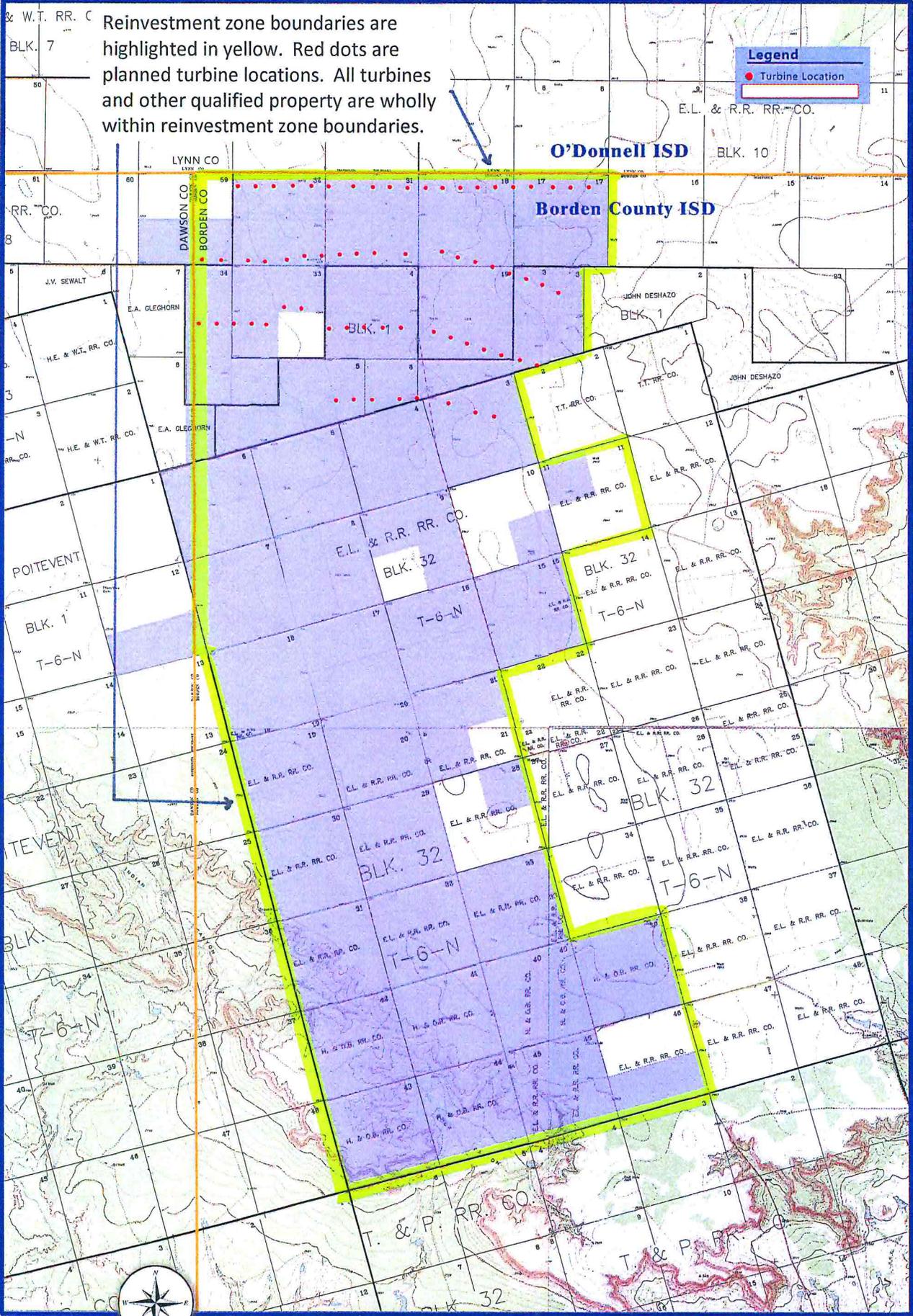
Aug 5, 2011
DATE

ATTACHMENT 20

Please see attached Schedule D

ATTACHMENT 21

A map of the reinvestment zone is attached as is a vicinity map.



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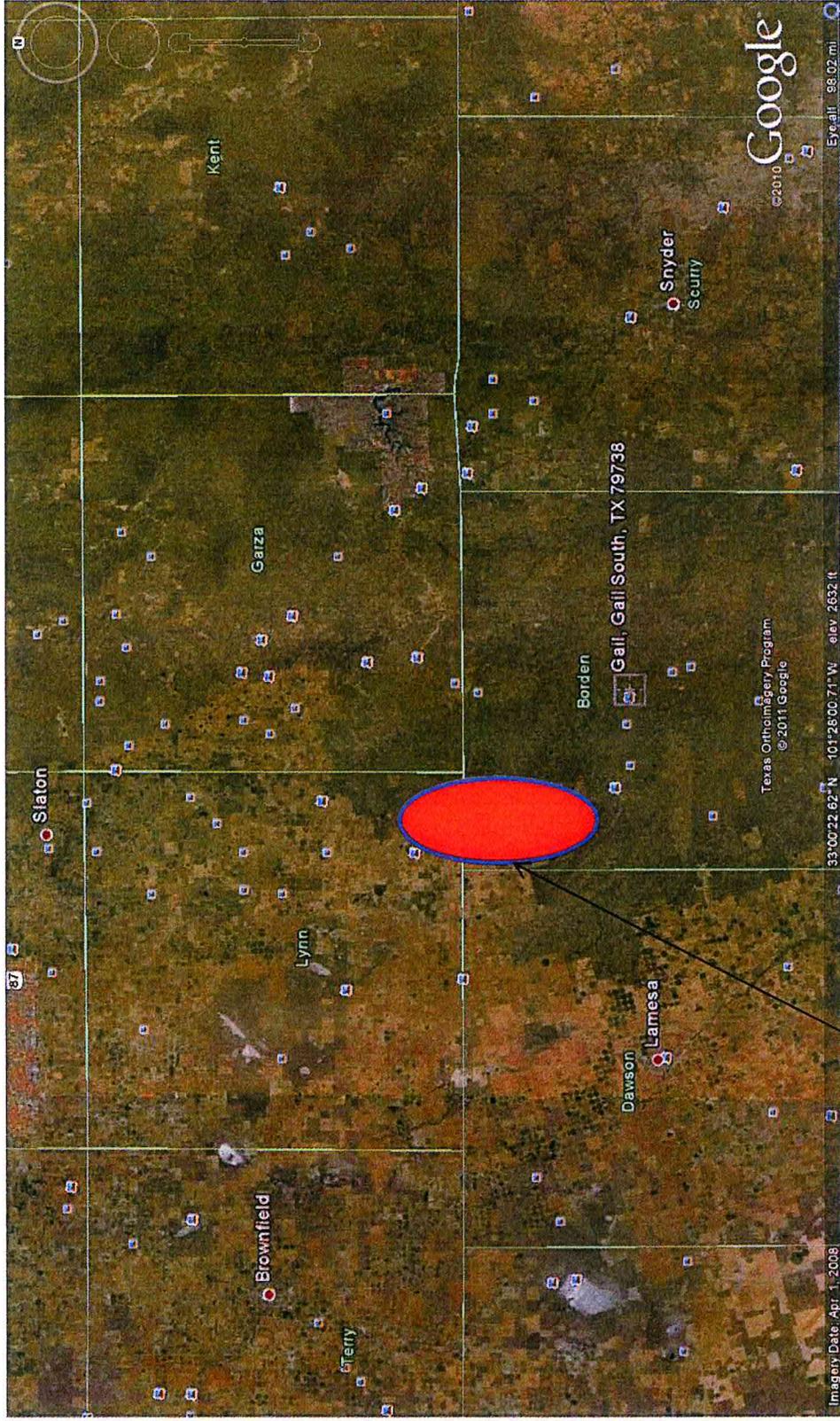


Stephens - BorLynn Wind Energy Project

Lynn County
South Phase
07/27/11



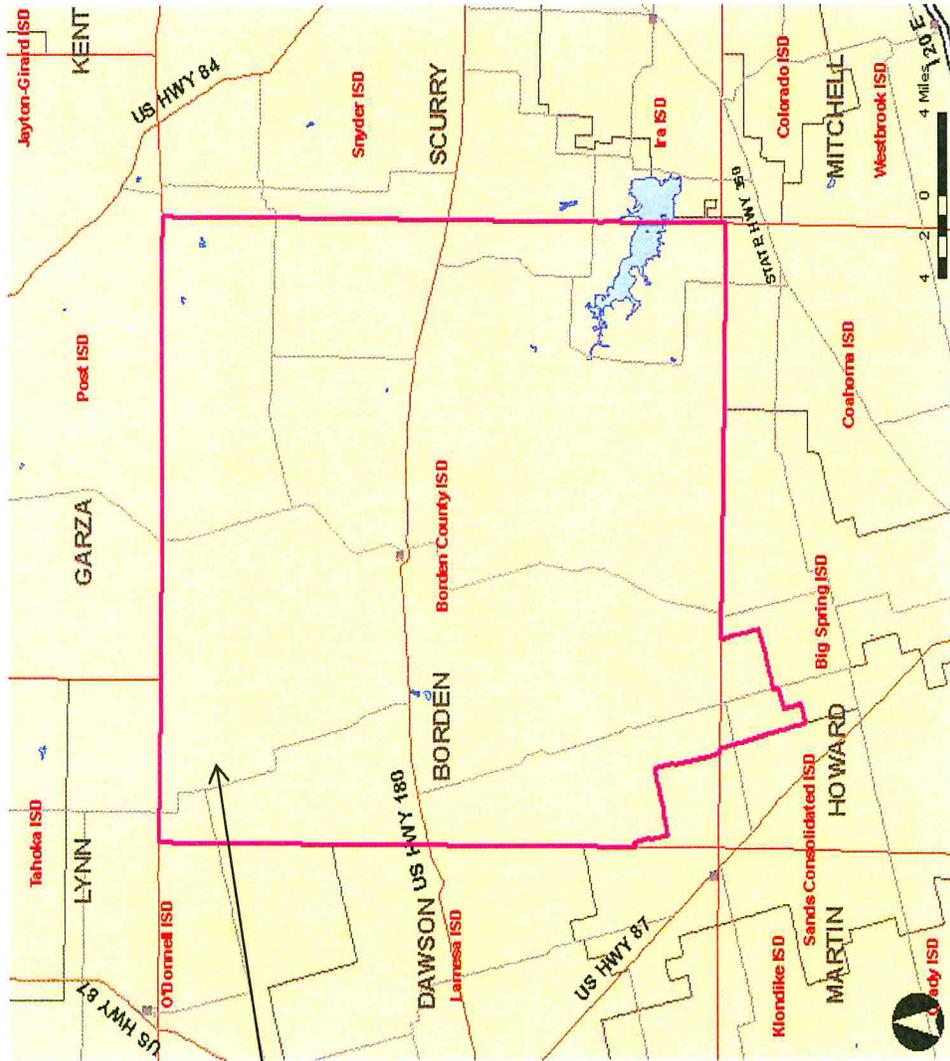
Vicinity Map



Project Area

Borden County ISD Map

Project Area



ATTACHMENT 22

The resolution of the Borden County Commissioners Court establishing the reinvestment zone is attached.

Commissioner's Court)
Of) Regular Session
Borden County, Texas)

Order Designating Reinvestment Zone

Motion by Commissioner Smith, seconded by Commissioner Adcock, that the following action be taken by the court:

1. That the County designate the property located in Borden County having the legal description attached to this order as a Reinvestment Zone under the Borden County Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones, having determined that the designation will contribute to the retention or expansion of primary employment and will attract major investment in the zone that will benefit the zone and will contribute to the economic development of the County; and
2. That the County declare eligible for property tax abatement all eligible property now or thereafter located in that Reinvestment Zone as authorized by the Borden County Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones and Chapter 312 of the Texas Tax Code.

Passed and approved at this meeting of the Borden County Commissioners Court, at which a quorum was present, on the 26 day of August, 2008.

Van L. York
Van L. York
County Judge

Monte Smith
Monte Smith
Commissioner, Precinct 1

Randy Adcock
Randy Adcock
Commissioner, Precinct 2

Ernest Reyes
Ernest Reyes
Commissioner, Precinct 3

Joe Befew
Joe Befew
Commissioner, Precinct 4

Attest:

Joyce Herridge
Joyce Herridge
County/District Clerk

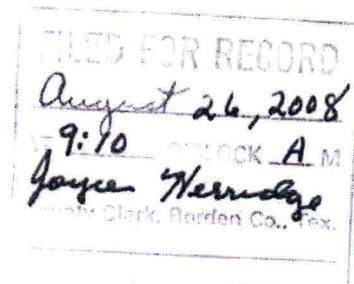
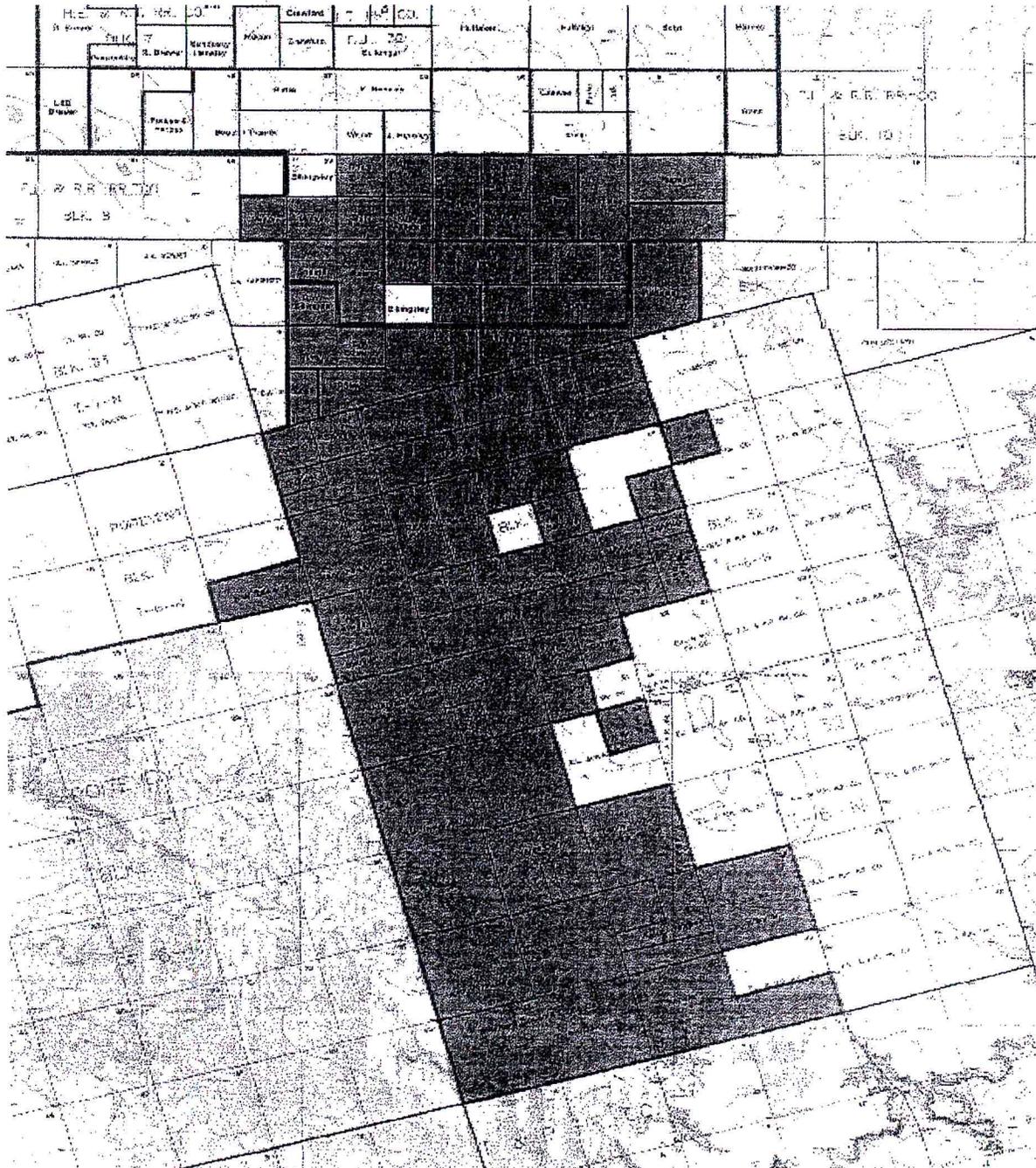


Exhibit A

REINVESTMENT ZONE, BORDEN COUNTY, TEXAS

The Project may contain Sections 17, 18, 19, 20, 31, 32, 33, 34, Block 10, E.L. & R.R. RR. Co. Survey, Borden County, Texas; Section 3, Block 1, John Deshazo, Borden County, Texas; Sections 4, 5, and 6, Block 1, E.A. Gleghorn Survey, Borden County, Texas; Section 59, Block 8, E.L. & R.R. RR. Co. Survey, Borden County, Texas; Section 8, Block 41, E. A. Gleghorn Survey, Borden County, Texas; Section 12, Block 1, J. Poitevent Survey, Borden County, Texas; Sections 3, 4, 5, 6, 7, 8, 9, 10, 11, 15, 16, 17, 18, 19, 20, 21, 28, 29, 30, 31, 32, 33, 45, and 46, Block 32, T-6-N, E.L.&R.R. RR. Co. Survey, Borden County, Texas; Sections 39, 40, 41, 42, 43, and 44, Block 32, T-6-N, H. & O.B. RR. Co. Survey, Borden County, Texas; Sections 6, 7, 18, 19, 30, 42, and 43, Block 32, T-5-N, T. & P. RR. Co. Survey, Borden County, Texas; Sections 46, 47, and 48, Block 33, T-5-N, T. & P. RR. Co. Survey, Borden County, Texas.



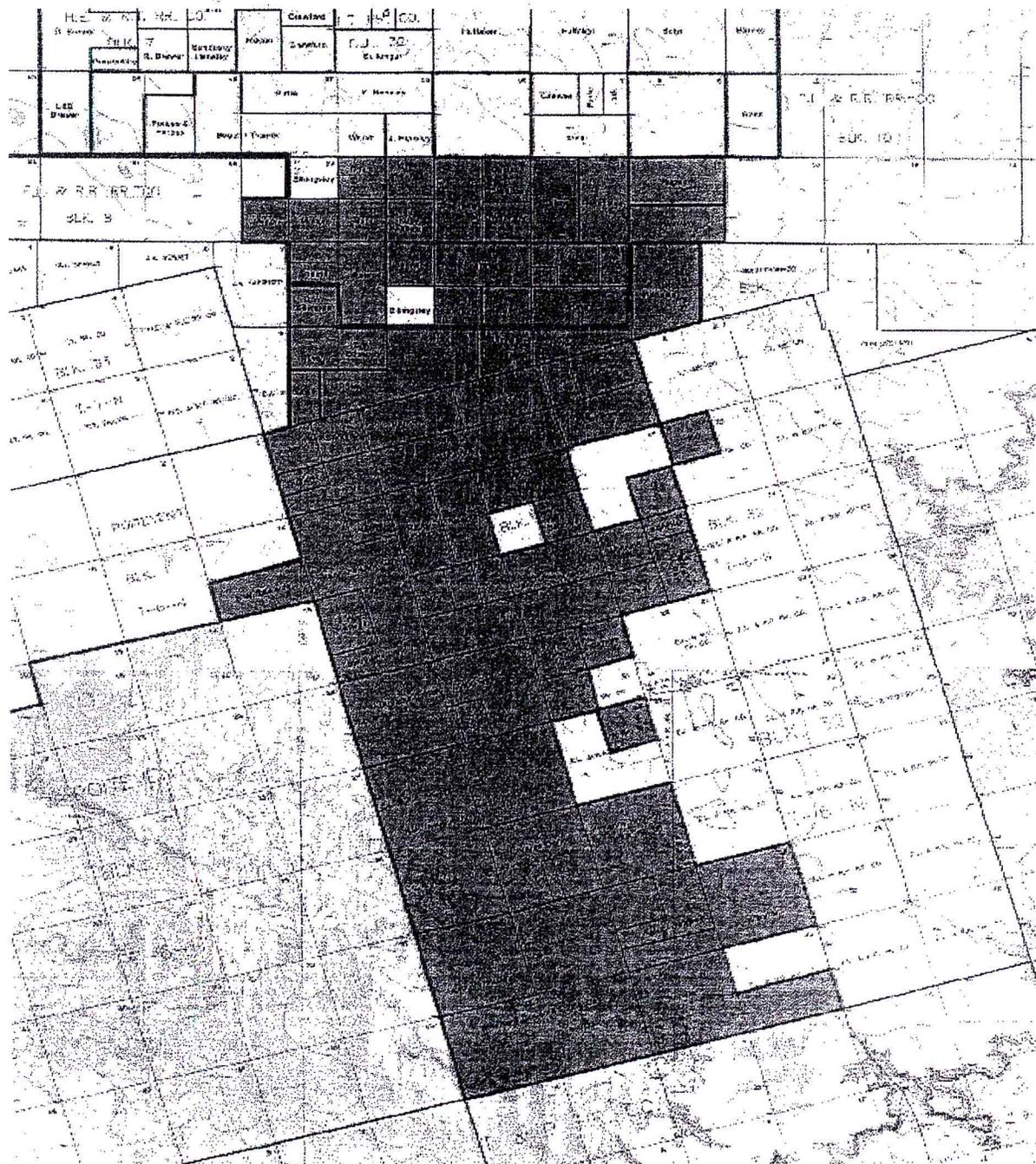
ATTACHMENT 23

The legal description of the reinvestment zone is attached.

Exhibit A

REINVESTMENT ZONE, BORDEN COUNTY, TEXAS

The Project may contain Sections 17, 18, 19, 20, 31, 32, 33, 34, Block 10, E.L. & R.R. RR. Co. Survey, Borden County, Texas; Section 3, Block 1, John Deshazo, Borden County, Texas; Sections 4, 5, and 6, Block 1, E.A. Gleghorn Survey, Borden County, Texas; Section 59, Block 8, E.L. & R.R. RR. Co. Survey, Borden County, Texas; Section 8, Block 41, E. A. Gleghorn Survey, Borden County, Texas; Section 12, Block 1, J. Poitevent Survey, Borden County, Texas; Sections 3, 4, 5, 6, 7, 8, 9, 10, 11, 15, 16, 17, 18, 19, 20, 21, 28, 29, 30, 31, 32, 33, 45, and 46, Block 32, T-6-N, E.L.&R.R. RR. Co. Survey, Borden County, Texas; Sections 39, 40, 41, 42, 43, and 44, Block 32, T-6-N, H. & O.B. RR. Co. Survey, Borden County, Texas; Sections 6, 7, 18, 19, 30, 42, and 43, Block 32, T-5-N, T. & P. RR. Co. Survey, Borden County, Texas; Sections 46, 47, and 48, Block 33, T-5-N, T. & P. RR. Co. Survey, Borden County, Texas.



ATTACHMENT 24

The guidelines and criteria for Borden County are attached.

applicant provides a copy to each member to the Borden County Commissioners Court and the County Judge Secretary.

(3) After receipt of an application, the Commissioners Court determines within forty-five (45) days how to proceed with the application. The Commissioners Court shall choose either to deny the application, consider the application, or consider the application on an expedited basis.

(A) Denial of application. If the Commissioners Court chooses to deny the application, it shall make a finding by majority vote at a regularly scheduled meeting that the application does not meet the requirements of the criteria provided below in Section II,

(B) Consideration of application. If the County determines that the application should be further considered, the County Judge shall schedule a hearing to obtain public input on the application. At least seven (7) days prior to the hearing, the County must send written notice to the presiding officers of all taxing units with jurisdiction over the property for which an abatement is sought and must publish notice of the hearing time, place and subject in the local newspaper. At the hearing, the Commissioners Court evaluates the application against the criteria in Section II and decides whether to designate the property for which the abatement is sought as a reinvestment zone. If the reinvestment zone is not designated, the application fails, although it may be amended and resubmitted. If the reinvestment zone is designated, the Commissioners Court shall pass an order to that effect and may then arrange to consider for approval the tax abatement agreement between the applicant and the county at its next regularly scheduled meeting. At least seven days prior to entering into a tax abatement agreement, the County must give written notice of its intent to do so to the presiding officers of all taxing units with jurisdiction over the property for which an abatement is sought, along with a copy of the proposed tax abatement agreement. At the regularly scheduled meeting, the Commissioners Court may finally vote by simple majority to enter into the tax abatement agreement or to decline. An approved tax abatement agreement may be executed in the same manner as other contracts made by the county.

(C) Expedited consideration of application. If the County determines that the application should receive expedited consideration, the County Judge shall schedule an opportunity to obtain public input on the application at the Commissioners Court next meeting. At least seven (7) days prior to the meeting, the County must send written notice to the presiding officers of all taxing units with jurisdiction over the property for which an abatement is sought and must publish notice of the hearing time, place and subject in the local newspaper. Also at this time, the County must give written notice of its intent to enter into a tax abatement agreement to the presiding officers of all taxing units with jurisdiction over the property for which an abatement is sought, along with a copy of the proposed tax abatement agreement. During the regularly scheduled meeting, the Commissioners Court evaluates the application against the criteria in Section II and decides whether to designate the property for which the abatement is sought as a reinvestment zone. If the reinvestment zone is not designated, the Commissioners Court shall pass an order to that effect and may

the attraction of new businesses to the area, if any; and
(10) the overall compatibility with the zoning ordinances and comprehensive plan, if any, for the area.

III. Format for Tax Abatement Agreement

(a) **Required provisions.** If the Borden County Commissioners Court designates a reinvestment zone, it may consider and execute a tax abatement agreement with the owner of the designated property and lessee, as appropriate, as outlined above. Any tax abatement agreement shall include at least the following:

- (1) the kind, number and location of all proposed improvements of the property;
- (2) provisions allowing for reasonable access to the property for initial and intermittent inspection purposes by County employees or designated representatives to ensure improvements are made in compliance with the agreement;
- (3) provisions limiting the use of the property consistent with the general purpose of encouraging development or redevelopment of the area during the period of abatement;
- (4) provisions for recapturing property tax revenue lost as a result of the agreement if the owner of the property fails to make the improvements or repairs as provided in the agreement;
- (5) each term agreed to by the recipient of the abatement;
- (6) a requirement that the abatement recipient certify its compliance with the agreement annually to the County; and
- (7) provisions allowing the County to cancel or modify the agreement if the recipient is out of compliance with the agreement.

(b) **Optional provisions.** The tax abatement agreement may also contain any or all of the following items, in addition to any others deemed appropriate by the contracting parties:

- (1) the estimated taxable value or range of values for which taxes are to be abated;
- (2) percent of value to be abated each year;
- (3) the commencement and termination dates of the abatement;
- (4) proposed use of the property;
- (5) nature of construction, time schedule, map, and property description;
- (6) contractual obligations in the event of default or violation of terms or conditions;
- (7) size of investment and number of temporary and permanent jobs involved, if any;
- (8) provisions for dispute resolution.

(c) **Duration and portion of abatement.** A tax abatement agreement granted

vote of the Borden County Commissioners Court.

Passed and approved at a regular meeting of the Borden County Commissioners' Court, at which a quorum was present on the 22 day of May, 2007.

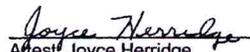

Van L. York
County Judge


Monte Smith
Commissioner, Precinct 1


Randy Adcock
Commissioner, Precinct 2


Ernest Reyes
Commissioner, Precinct 3


Joe Beléw
Commissioner, Precinct 4


Attest: Joyce Herridge
County Clerk

businesses and the attraction of new businesses to the _____
area if any, and;

j. The overall compatibility with the zoning ordinances and
comprehensive plan, if any, for the area.

8. Please attach the following information to this application:

- a. A map and description of the property for which abatement
is sought;
- b. A time schedule for completing the planned improvements;

I attest that the information provided in this application is true and correct to the
best of my knowledge.

Applicant Signature: _____

Applicant's Name & Title: _____

Name of Applicant Organization: _____

Date of Application Submission: _____