

**AMENDMENT NO. 1
TO LIMITATION ON APPRAISED VALUE AGREEMENT
BETWEEN LOCKNEY INDEPENDENT SCHOOL DISTRICT
AND SOUTH PLAINS WIND ENERGY, LLC
(Comptroller Application No. 280)**

This **AMENDMENT NO. 1 TO LIMITATION ON APPRAISED VALUE AGREEMENT** (this “**Amendment No. 1**”), is entered into to be effective as of _____, 2015, by and between **SOUTH PLAINS WIND ENERGY, LLC**, a Texas limited liability company, Texas Taxpayer Identification Number 32046988948 (the “**Applicant**”), and **LOCKNEY INDEPENDENT SCHOOL DISTRICT** (the “**District**”). The Applicant and the District may hereafter be referred together as the “**Parties**” and individually as a “**Party**.” Undefined capitalized terms herein shall have the meaning given to them in the Agreement (as defined below).

WITNESSETH:

WHEREAS, on or about September 16, 2013, pursuant to Chapter 313 of the Texas Tax Code, after conducting a public hearing on the matter, the District made factual findings, and passed, approved, and executed that certain Limitation on Appraised Value Agreement for Lockney Independent School District dated September 16, 2013, by and between the District and the Applicant (the “**Agreement**”).

WHEREAS, the Applicant has requested to increase the size of the Project in the District from approximately 100 megawatts to 308.1 megawatts and clarify the Qualified Property to be included in the Agreement.

WHEREAS, pursuant to Section 9.3 of the Agreement, the Applicant has provided notice that the Applicant plans to assign a portion of the Agreement to South Plains Wind Energy II, LLC (“**SP II**”). A copy of such notice letter will be delivered to the Texas Comptroller of Public Accounts (the “**Comptroller**”) and the Floyd County Appraisal District.

WHEREAS, due to the changes to the Project, the construction schedule of Applicant’s Project in the district has been delayed, and Applicant desires to modify the schedule for making Revenue Protection Payments due in year 3 of the Agreement as set forth in Article 3 of the Agreement.

WHEREAS, the Parties have notified the Comptroller of this Amendment No. 1 on _____, 2015, and the Comptroller has [not tendered any objection *or* approved the form of this Amendment No. 1].

WHEREAS, on _____, 2015, after conducting a public hearing and providing interested persons an opportunity to be heard on the matter, the Board of Trustees determined that this First Amendment is in the best interest of the District and the State of Texas and is consistent with and authorized by Chapter 313 of the Texas Tax Code, and approved the

form of this First Amendment and authorized the District's representative, whose signature appears below, to execute and deliver such First Amendment to the Applicant.

NOW, THEREFORE, in consideration of the premises and mutual covenants contained herein and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Parties, intending to be legally bound, do hereby covenant and agree to amend the Agreement as follows:

1. Schedule 2.3 of the Agreement shall be deleted and replaced with the Schedule 2.3 attached hereto as Attachment 1.

2. Section 3.1.1 of the Agreement shall be added as follows:

3.1.1 Subject to the limitations contained in this Agreement (including Section 5.1), it is the intent of the Parties that the District shall, in accordance with the provisions of Section 313.027(f)(1) of the Texas Tax Code, be compensated by Applicant for any loss that District incurs in its Maintenance and Operations Revenue as a result of, or on account of, entering into this Agreement, after taking into account any payments to be made under this Agreement. Such payments shall be independent of, and in addition to such other payments as set forth in Articles V and VI in this Agreement. Subject to the limitations contained in this Agreement (including Section 5.1), **IT IS THE INTENT OF THE PARTIES THAT THE RISK OF ANY NEGATIVE FINANCIAL CONSEQUENCE TO DISTRICT IN MAKING THE DECISION TO ENTER INTO THIS AGREEMENT WILL BE BORNE SOLELY BY APPLICANT AND NOT BY DISTRICT.** Applicant recognizes and acknowledges the calculations relating to the District's loss of Maintenance and Operations Revenue under this Agreement will be affected by changes to the timing of construction of the Project and any change to the Qualified Investment/Qualified Property. As such, Applicant acknowledges that it will bear any and all losses of Maintenance and Operations Revenue Protection Amount suffered by the District as a result of the Agreement, including without limitation any increase in the M&O Amount calculated under Section 3.2 to be paid to the District for losses in Maintenance and Operations Revenue resulting from any change in the timing of construction and/or any change to the Qualified Investment/Qualified Property.

3. Section 3.2 of the Agreement shall be deleted and replaced with the following:

Section 3.2 CALCULATING LOSS OF DISTRICT REVENUES

Subject to the provisions of Section 5.1, the amount to be paid by Applicant to compensate District for loss of Maintenance and Operations Revenue resulting from, or on account of, this Agreement for each year starting in the year of the Application Review Start Date and ending on the Final Termination Date (as set out in Schedule 1.2), the "M&O Amount" shall be determined in compliance with the Applicable School Finance Law in effect for such year and according to the following formula:

- A. The M&O Amount owed by Applicant to District means the Original M&O Revenue minus the New M&O Revenue; based on the following definitions:
- i. “Original M&O Revenue” means the total State and local Maintenance and Operations Revenue that District would have received for the school year under the Applicable School Finance Law had this Agreement not been entered into by the Parties and the Qualified Property had been subject to the full ad valorem maintenance & operations tax without any limitation on value.
 - ii. “New M&O Revenue” means the total State and local Maintenance and Operations Revenue that District actually received for such school year.
- B. In making the calculations for the M&O Amount required by this Section 3.2 of this Agreement:
- i. The Taxable Value of property for each school year will be determined under the Applicable School Finance Law.
 - ii. For purposes of this calculation, the tax collection rate on the Applicant’s Qualified Property will be presumed to be one hundred percent (100%).
 - iii. If, for any year of this Agreement, the difference between the Original M&O Revenue and the New M&O Revenue as calculated under this Section 3.2 of this Agreement results in a negative number for the M&O Amount, the negative number will be considered to be zero.
 - iv. All calculations made for the New M&O Revenue during the Tax Limitation Period under Section 3.2.A.ii of this Agreement will reflect the Tax Limitation Amount for such year.
 - v. All calculations for the M&O Amount made under this Section 3.2 of this Agreement shall be made by a methodology which isolates only the revenue impact caused by this Agreement. Applicant shall not be responsible to reimburse District for other revenue losses created by other agreements or any other factors.

3. Section 3.7 of the Agreement shall be deleted and replaced with the following:

Section 3.7 PAYMENT BY APPLICANT

3.7.1 On or before the January 31 next following the tax levy for each year for which this Agreement is effective, and subject to the limitations contained in Section 5.1, the Applicant shall pay all amounts determined to be due and owing to the District, all amounts billed by the Consultant pursuant to Section 3.4, and any reasonable and necessary expenses paid by the District to its

attorneys, auditors, or financial consultants for work resulting from the District's participation in this Agreement. The District, upon request of Applicant, shall provide supporting documentation to substantiate such reasonable and necessary expenses to the extent such supporting documentation is not excepted from disclosure as attorney-client privilege or otherwise excepted from disclosure under the Texas Public Information Act (Texas Government Code § 552.001, *et seq*).

3.7.2 Based upon the amount of Qualified Property and the construction schedule of Applicant's Project as set forth in the Application, the Parties anticipate that Applicant may have an M&O Amount for the first year of the Tax Limitation Period that exceeds \$1,000,000. Therefore, should the M&O Amount as calculated in Section 3.2 above, exceed \$150,000 for the first year of the Limitation Period, Applicant and the District agree that Applicant will pay District the greater of \$150,000 or 12.5 percent of the actual M&O Amount on or before January 31 next following the year that the M&O Amount was calculated (the "Partial Payment"). The Partial Payments for the remaining balance of the M&O Amount for the first year of the Tax Limitation Period owed the District shall continue from year to year thereafter until the entire balance is paid in full.

3.7.3 Notwithstanding anything to the contrary in Section 3.7.2, in no event shall the District receive less than the same amount of M&O Revenue that the District would have received if the project had not been constructed and this Agreement was not in effect (the "Floor Revenue"). Therefore, in addition to all other amounts that are owed to the District under this Agreement, including the Partial Payment as set out in Section 3.7.2, Applicant shall pay to District such portion of the M&O Amount owed the District for the first year of the Tax Limitation Period necessary to increase the District from the New M&O Revenue up to Floor Revenue (the "Floor Revenue Payment"). Applicant shall pay to the District the Floor Revenue Payment on or before January 31 next following the year that the M&O Amount was calculated, the same as all other payments under this Agreement that become due.

4. Partial Assignment. District acknowledges that it has received notice that the Agreement will be partially assigned to SP II and that Applicant will retain 38.9% (120 MWs) and SP II will be assigned 61.1% (188.1 MWs) and District consents to such assignment, subject to assignee accepting such partial assignment and assuming the obligations under the Agreement.

5. Effect. Except as modified and amended by the terms of this Amendment No. 1, all of the terms, conditions, provisions and covenants of the Agreement shall remain in full force and effect, and the Agreement and this Amendment No. 1 shall be deemed to constitute a single instrument or document. Should there be any inconsistency between the terms of this Amendment No. 1 and the Agreement, the terms of this Amendment No. 1 shall prevail. A copy of this Amendment No. 1 shall be delivered to the Texas Comptroller and the Floyd County Appraisal District, to be posted to the Texas Comptroller's internet website.

6. Binding on Successors and Assigns. The Agreement, as amended by this Amendment No. 1, shall be binding upon and inure to the benefit of the Parties and each other person and entity having any interest therein during their ownership thereof, and their respective successors and assigns.

7. Counterparts. This Amendment No. 1 may be executed in counterparts, each of which shall be deemed an original and all of which when taken together shall constitute one and the same document.

IN WITNESS WHEREOF, the Parties have caused this Amendment No. 1 to be executed and delivered by their duly authorized representatives as of _____, 2015.

SIGNATURE PAGE FOLLOWS

SOUTH PLAINS WIND ENERGY, LLC,
Texas Taxpayer ID No. 32046988948

By: _____
Name: _____
Title: _____

Date: _____

LOCKNEY INDEPENDENT SCHOOL DISTRICT

By: _____
Name: _____
Title: _____

Date: _____

ATTEST:

By: _____
Name: _____
Title: _____

DRAFT

ATTACHMENT 1

SCHEDULE 2.3

DESCRIPTION OF QUALIFIED INVESTMENT AND/OR QUALIFIED PROPERTY

The property for which the Applicant is requesting an appraised value limitation shall include, but is not limited to, the following:

South Plains Wind Energy, LLC plans to construct a 308.1 MW wind farm in Lockney ISD, consisting of 60 Vestas 2.0 MW and 57 Vestas 3.3 MW wind turbine generators (a total of 117 turbines).

South Plains is also constructing an approximately 18 mile generation transmission tie line, of which 7.5 miles will be in Floyd County and approximately 10.5 miles in Briscoe County (and outside of Lockney ISD boundaries).

This application covers all qualified investment and qualified property necessary for the commercial operations of the wind farm.

Qualified Investment and qualified property includes, but is not limited to, turbines, towers, foundations, underground collection systems, electrical substation(s), transmission lines, electrical interconnections, met towers, roads, operations & maintenance buildings, spare parts, and control systems necessary for commercial generation of electricity.

All of the improvements that make up the qualified investment and/or qualified property will be made within the project area, which is completely within the reinvestment zone as shown in Schedule 2.1.

None of the foregoing listed property is covered under an existing County Appraisal District account number.

All of the property for which the Applicant is seeking a limitation of appraised value will be owned by the Applicant or a valid assignee pursuant to this Agreement.

**EXHIBIT A
to
SCHEDULE 2.3**

MAP OF QUALIFIED PROPERTY/PROJECT AREA

SEE MAP ATTACHED HERETO

DRAFT

ATTACHMENT 1

See addendum to original application attached.

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized School District Consultant (If Applicable)

First Name Audie	Last Name Sciumbato
Title Attorney	
Firm Name Underwood Law Firm, P.C.	
Street Address 500 S. Taylor, Suite 1200	
Mailing Address PO Box 9158	
City Amarillo	State TX ZIP 79105
Phone Number 806-364-2626	Fax Number 806-364-9368
Mobile Number (Optional)	E-mail Address audie.sciumbato@uwlaw.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 6-4-15
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Has the district determined this application complete? Yes No

If yes, date determined complete. _____

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	✓
2	Certification page signed and dated by authorized school district representative	2 of 16	✓
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	

APPLICANT INFORMATION - CERTIFICATION OF APPLICATION

Authorized Business Representative (Applicant)

First Name: ARTHUR Last Name: SNELL

Title: ASSISTANT SECRETARY

Organization: South Plains Wind Energy, LLC

Street Address: c/o SUN EDISON INC., 179 LINCOLN STREET, SUITE 500

Mailing Address: BOSTON

City: State: MA ZIP: 02111

Phone Number: 617-960-9651 Fax Number:

Mobile Number (optional): Business e-mail Address: ASNELLE@SUNEDISON.COM

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

Will consultant be primary contact? [x] Yes [] No

ADDENDUM



Form 50-296

Application for Appraised Value Limitation on Qualified Property

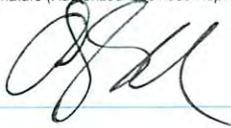
APPLICANT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized Company Consultant (If Applicable)

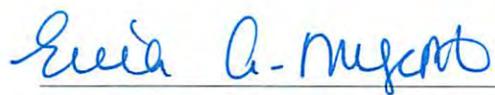
First Name Wes	Last Name Jackson
Title Partner	
Firm Name Cummings Westlake LLC	
Street Address 12837 Louetta Road, Suite201	
Mailing Address same	
City Cypress	State TX
Phone Number 713-266-4456 X-2	ZIP 77429-5611
Fax Number 713-266-2333	
Business email Address	

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.

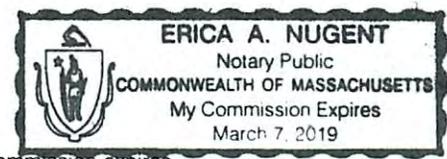
I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

Signature (Authorized Business Representative (Applicant)) 	of FIRST WIND TEXAS HOLDINGS II, LLC MEMBER OF SOUTH & ANS WIND ENERGY, LLC	Date 6/1/15
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GIVEN under my hand and seal of office this 1st day of JUNE, 2015

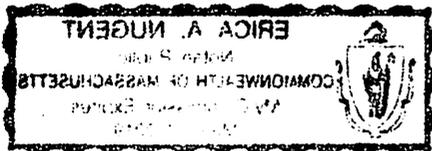

Notary Public, State of MASSACHUSETTS

(Notary Seal)



My commission expires _____

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.



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 attached project description - Attachment 4

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

See attached project description - 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 Q2 - 2015 Begin Hiring New Employees Q4 - 2015
 Construction Complete Q2 - 2016 Fully Operational Q2 - 2016
 Purchase Machinery & Equipment Q2 - 2015

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? Q4 - 2015

ECONOMIC INCENTIVES

Identify state programs the project will apply for:

State Source	Amount
none	
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.)

Applicant has applied for tax abatement and has entered into local Chapter 312 tax abatements with Floyd County and Lockney Hospital District; dba, W. J. Mangold Memorial Hospital, and Caprock Hospital District. Abatement terms are listed on Schedule D.

THE PROPERTY

Identify county or counties in which the proposed project will be located Floyd

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

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: Floyd (100%) City: none
(Name and percent of project) (Name and percent of project)

Hospital District: Lockney General HD (76%) Water District: High Plains UWCD #1 (100%)
(Name and percent of project) (Name and percent of project)

Other (describe): Caprock Hospital (24%) Other (describe): Floydada ISD (38%)
(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.

See Application #1004 filed with Floydada 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? \$10,000,000

What is the amount of appraised value limitation for which you are applying? 0

What is your total estimated *qualified* investment? \$280,935,000

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? April 11, 2013

What is the anticipated date of the beginning of the qualifying time period? August 8, 2013

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? \$280,935,000

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? 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? n/a

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. N/A (Market Value) N/A (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)? 0

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

- First Quarter Second Quarter Third Quarter Fourth Quarter of 2013 (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? 0

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. N/A

Total number of new jobs that will have been created when fully operational 1

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? 1

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).

ATTACHMENT 4
Detailed Description of the Project

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.

South Plains Wind Energy, LLC (South Plains) is requesting an appraised value limitation from Lockney Independent School District (ISD) for the South Plains Wind Energy Project (the "Project"), a proposed wind powered electric generating facility in Floyd County. The proposed Lockney ISD Project (this application) will be constructed within Floyd County Wind Reinvestment Zone No. 1 established by Floyd County on March 11, 2013. A map showing the location of the project is included as Attachment 7.

The proposed addition to the Project is anticipated to increase the installed MWs located in Lockney ISD. The make and size of the wind turbines selected are now the larger 2.0 MW and 3.3 MW Vestas wind turbines, as compared to 1.62 MW GE wind turbines as anticipated in the original application. Current plans are to install additional 208.1 MW, a net addition of 55 turbines located in Lockney ISD. Note the revised map attached shows a total of 117 wind turbines within Lockney ISD boundaries.

	Original Application	Revised w/ Current Turbine Configuration	Addendum	
Turbine type	GE	Vestas	Vestas	Vestas
Size (MW)	1.62	2.0	2.0	3.3
Turbine count	62	50	10	57
Total MW's	100	100	20	188.1

The Applicant request a value limitation for all materials and equipment installed for the Project, including but not limited to, wind turbines, towers, foundations, pad mount transformers, roadways, buildings and offices, anemometer towers, collection system, electrical substations, transmission line and associated towers, and interconnection facilities.

Construction of the addition to the Project is anticipated to begin in the second quarter of 2015 with completion by the first quarter of 2016.

ATTACHMENT 5

List of districts and percentages where the project is located

High Plains Underwater Conservation District #3	100%
Floyd County	100%
Lockney Independent School District	62%
Floydada Independent School District	38%
Lockney General Hospital District	76%
Caprock Hospital District	24%

ADDENDUM

ATTACHMENT 6
Description of Qualified Investment

- 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 improvement 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 (Please see Attachment 7)*

South Plains Wind Energy, LLC plans to construct an additional 208.1 MWs to the wind farm in Floyd County as compared to their original application. Approximately fifty five (55) additional wind turbines will be located in Lockney ISD. The Project has finalized their turbine selection and will be utilizing 2.0 MW and 3.3 MW wind turbines manufactured by Vestas. (See the table below for the breakout by turbine size)

	Original Application	Revised w/ Current Turbine Configuration	Addendum	
Turbine type	GE	Vestas	Vestas	Vestas
Size (MW)	1.62	2.0	2.0	3.3
Turbine count	62	50	10	57
Total MW's	100	100	20	188.1

South Plains will be constructing 1 additional mile of generation transmission tie line within Lockney ISD.

This application covers all additional qualified investment and qualified property necessary for the commercial operations of the wind farm.

Qualified Investment and qualified property includes, but is not limited to, turbines, towers, foundations, pad mount transformers underground collection systems, electrical substation(s), transmission lines, electrical interconnections, met towers, roads, operations & maintenance buildings, spare parts, and control systems necessary for commercial generation of electricity.

The map in Attachment 7 shows the proposed project area with the proposed improvement locations. Note that the map shows the total number of turbines in Lockney including the turbines originally applied for. The exact placement of turbines is subject to ongoing planning, wind studies, engineering, and discussions with landowners and turbine manufacturers. The final location of turbines and supporting structures will be determined before construction begins.

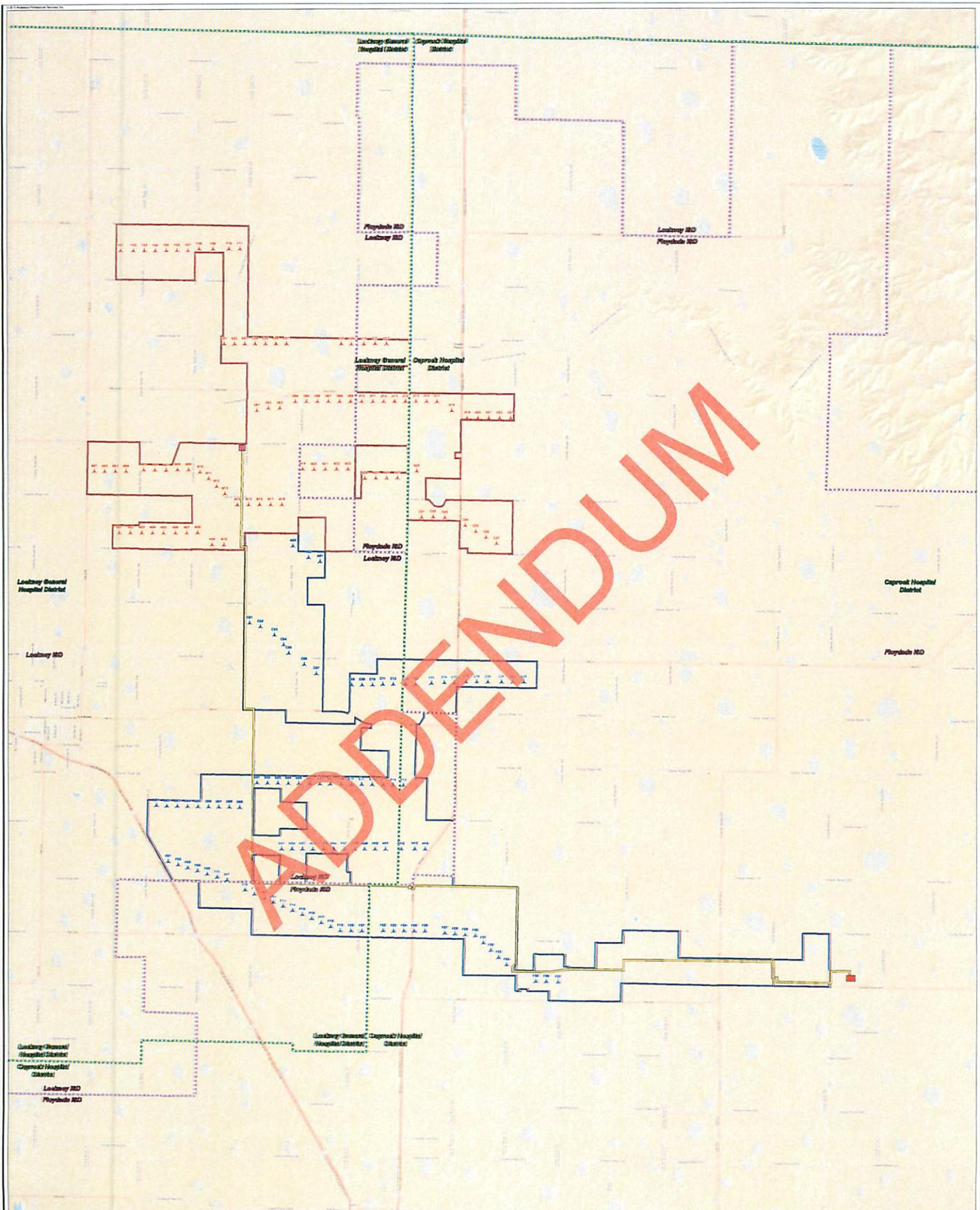
*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

ATTACHMENT 7

Map of qualified investment showing location of improvements with vicinity map

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*



- Legend**
- ▲ South Plains I Turbine
 - ▲ South Plains II Turbine
 - ▭ Phase I Project Boundary
 - ▭ Phase II Project Boundary
 - Transmission Line
 - ▭ Phase I Substation
 - ▭ Phase II Substation
 - ▭ White River Interconnection
 - ▭ School District Boundary
 - ▭ Hospital District Boundary

South Plains Wind Project
 Floyd County, Texas
 Phase I & II
 Hospital & School Districts
 Project Layout Map
 Current As Of: April 09, 2015



ATTACHMENT 8
Description of Qualified Property

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 (Please see Attachment 9)

South Plains Wind Energy, LLC plans to construct an additional 208.1 MWs to the wind farm in Floyd County as compared to their original application. Approximately fifty five (55) additional wind turbines will be located in Lockney ISD. The Project has finalized their turbine selection and will be utilizing 2.0 MW and 3.3 MW wind turbines manufactured by Vestas. (See the table below for the breakout by turbine size)

	Original Application	Revised w/ Current Turbine Configuration	Addendum	
Turbine type	GE	Vestas	Vestas	Vestas
Size (MW)	1.62	2.0	2.0	3.3
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This application covers all additional qualified investment and qualified property necessary for the commercial operations of the wind farm.

Qualified Investment and qualified property includes, but is not limited to, turbines, towers, foundations, pad mount transformers underground collection systems, electrical substation(s), transmission lines, electrical interconnections, met towers, roads, operations & maintenance buildings, spare parts, and control systems necessary for commercial generation of electricity.

The map in Attachment 7 shows the proposed project area with the proposed improvement locations. Note that the map shows the total number of turbines in Lockney including the turbines originally applied for. The exact placement of turbines is subject to ongoing planning, wind studies, engineering, and discussions with landowners and turbine manufacturers. The final location of turbines and supporting structures will be determined before construction begins.

ATTACHMENT 9

See Attachment 7

The maps of the qualified property, showing location of improvements, and a separate vicinity map are in Attachment 7

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

ATTACHMENT 11

See Attachment 7

A detailed map showing location of the land and separate vicinity map are in Attachment 7

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

ATTACHMENT 13

Request of waiver of job creation requirement

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

CUMMINGS WESTLAKE LLC

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

May 22, 2015

Mr. Phil Cotham, Superintendent
Lockney Independent School District
416 W. Willow
Lockney, TX 79241

Re: Chapter 313 Job Waiver Request

Dear Mr. Cotham,

South Plains Wind Energy, LLC (SPWE) requests that the Lockney Independent School District's Board of Trustees waive the job requirement provision as allowed by Section 313.025(f-1) of the tax code. This waiver would be based on the school district's board findings that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility of the property owner that is described in the application.

South Plains Wind Energy, LLC requests that the Lockney Independent School District makes such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, SPWE has committed to additionally create 1 total job for the project, all of which will be in Lockney ISD.

Wind projects create a large number of full and part-time, but temporary jobs during the construction phase of the project, but require a relatively small number of highly skilled technicians to operate and maintain the project after commercial operation commences.

The industry standard for employment is typically one full-time employee for approximately every 15 turbines. This number may vary depending on the operations and maintenance requirements of the turbines selected as well as the support and technical assistance offered by the turbine manufacturer. 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. In addition to the onsite employees, there may be managers or technicians who support the project from offsite locations.

Sincerely,



Brandon Westlake

ATTACHMENT 14

Calculation of three possible wage requirements with TWC documentation

- Floyd County average weekly wage for all jobs (all industries)
- Floyd County average weekly wage for all jobs (manufacturing)
- See attached Council of Governments Regional Wage Calculation and Documentation

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

**SOUTH PLAINS WIND ENERGY, LLC
ATTACHMENT 14 TO CHAPTER 313 APPLICATION - LOCKNEY ISD**

CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2012	\$ 591.00	\$ 30,732
SECOND	2012	\$ 605.00	\$ 31,460
THIRD	2012	\$ 624.00	\$ 32,448
FOURTH	2011	\$ 649.00	\$ 33,748
AVERAGE		\$ 617.25	\$ 32,097
		X 110%	110%
		\$ 678.98	\$ 35,307

CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2012	\$ 830.00	\$ 43,160
SECOND	2012	\$ 801.00	\$ 41,652
THIRD	2012	\$ 706.00	\$ 36,712
FOURTH	2011	\$ 701.00	\$ 36,452
AVERAGE		\$ 759.50	\$ 39,494
		X 110%	110%
		\$ 835.45	\$ 43,443

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
	2011	\$ 657.88	\$ 34,210
		X 110%	110%
		\$ 723.67	\$ 37,631

* SEE ATTACHED TWC DOCUMENTATION

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
2012	1st Qtr	Floyd County	Private	00	0	10	Total, All Industries	\$591
2012	2nd Qtr	Floyd County	Private	00	0	10	Total, All Industries	\$605
2012	3rd Qtr	Floyd County	Private	00	0	10	Total, All Industries	\$624

ADDENDUM

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

<input type="text" value="Year"/>	<input type="text" value="Period"/>	<input type="text" value="Area"/>	<input type="text" value="Ownership"/>	<input type="text" value="Division"/>	<input type="text" value="Level"/>	<input type="text" value="Ind Code"/>	<input type="text" value="Industry"/>	<input type="text" value="Avg Weekly Wages"/>
2011	4th Qtr	Floyd County	Private	00	0	10	Total, All Industries	\$649

ADDENDUM

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
2012	1st Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$830
2012	2nd Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$801
2012	3rd Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$706

ADDENDUM

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

<input type="text" value="Year"/>	<input type="text" value="Period"/>	<input type="text" value="Area"/>	<input type="text" value="Ownership"/>	<input type="text" value="Division"/>	<input type="text" value="Level"/>	<input type="text" value="Ind Code"/>	<input type="text" value="Industry"/>	<input type="text" value="Avg Weekly Wages"/>
2011	4th Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$701

ADDENDUM

**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.

ATTACHMENTS 17

See attached addendum to Schedule A

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule A (Rev. January 2013): Investment

Applicant Name South Plains Wind Energy, LLC
 Lockney ISD

Form 50-296

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: Tangible Personal Property (The amount of new investment in service of building (annual amount) during this year)	Column B: Building or permanent nonremovable component (during the qualifying time period)	Column C: Sum of A and B (Qualifying investment affecting economic impact and total value)	Column D: Other investment that is not affecting economic impact and total value	Column E: Total Investment (A+B+D)
1	2014-2015	2014	0	0	0	0	0
2	2015-2016	2015	153,967,500	0	153,967,500	0	153,967,500
3	2016-2017	2016	126,967,500	0	126,967,500	0	126,967,500
4	2017-2018	2017	0	0	0	0	0
5	2018-2019	2018	0	0	0	0	0
6	2019-2020	2019	0	0	0	0	0
7	2020-2021	2020	0	0	0	0	0
8	2021-2022	2021	0	0	0	0	0
9	2022-2023	2022	0	0	0	0	0
10	2023-2024	2023	0	0	0	0	0
11	2024-2025	2024	0	0	0	0	0
12	2025-2026	2025	0	0	0	0	0
13	2026-2027	2026	0	0	0	0	0
14	2027-2028	2027	0	0	0	0	0
15	2028-2029	2028	0	0	0	0	0

(Estimated investment in each year. Do not put cumulative totals.)

PROPERTY INVESTMENT AMOUNTS

Qualifying Time Period usually begins with the final board approval of the application and extends generally for the following two complete tax years. This represents the total dollar amount of planned investment in eligible personal property the applicant considers qualified investment - as defined in Tax Code §13.021(1)(A)(D).

Column A: [For the purposes of investment, please list amount invested each year, not cumulative totals. The total dollar amount of planned investment for "replacement" property that is part of original agreement but scheduled for probable replacement during limitation period. 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 §13.021(1)(E).

Column B: 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. 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 for tax credit. When using this schedule for current and future years, if original estimates have not changed, enter those amounts for future years.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

[Signature]

ARTHUR J. SNELL
 ASSISTANT SECRETARY

DATE

4/11/15

ATTACHMENT 18

See attached addendum to Schedule B

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule B (Rev. January 2013): Estimated Market And Taxable Value
 South Plains Wind Energy, LLC

Applicant Name
 ISD Name

Lockney ISD

Form 50-296

		Qualified Property							Reductions from Market Value	Estimated Taxable Value		
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	SPI	SPII	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	2013-2014	2013	\$ -	\$ -			\$ -	\$ -	\$ -	\$ -	
Complete tax years of qualifying time period	1	2014-2015	2014	\$ -	\$ -			\$ -	\$ -	\$ -	\$ -	
	2	2015-2016	2015	\$ -	\$ -			\$ -	\$ -	\$ -	\$ -	
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2016-2017	2016	\$ -	\$ -	\$ 26,460,000	\$ 63,483,750	\$ 89,943,750	\$ -	\$ 89,943,750	\$ -
		4	2017-2018	2017	\$ -	\$ -	\$ 24,343,000	\$ 238,698,900	\$ 263,041,900	\$ -	\$ 263,041,900	\$ -
		5	2018-2019	2018	\$ -	\$ -	\$ 22,396,000	\$ 219,603,000	\$ 241,999,000	\$ -	\$ 241,999,000	\$ -
		6	2019-2020	2019	\$ -	\$ -	\$ 20,604,000	\$ 202,035,000	\$ 222,639,000	\$ -	\$ 222,639,000	\$ -
		7	2020-2021	2020	\$ -	\$ -	\$ 18,956,000	\$ 185,872,000	\$ 204,828,000	\$ -	\$ 204,828,000	\$ -
		8	2021-2022	2021	\$ -	\$ -	\$ 17,440,000	\$ 171,002,000	\$ 188,442,000	\$ -	\$ 188,442,000	\$ -
		9	2022-2023	2022	\$ -	\$ -	\$ 16,045,000	\$ 157,322,000	\$ 173,367,000	\$ -	\$ 173,367,000	\$ -
		10	2023-2004	2023	\$ -	\$ -	\$ 14,761,000	\$ 144,736,000	\$ 159,497,000	\$ -	\$ 159,497,000	\$ -
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024	\$ -	\$ -	\$ 13,580,000	\$ 133,157,000	\$ 146,737,000	\$ -	\$ 146,737,000	\$ 146,737,000
		12	2025-2026	2025	\$ -	\$ -	\$ 12,494,000	\$ 122,504,000	\$ 134,998,000	\$ -	\$ 134,998,000	\$ 134,998,000
		13	2026-2027	2026	\$ -	\$ -	\$ 11,494,000	\$ 112,704,000	\$ 124,198,000	\$ -	\$ 124,198,000	\$ 124,198,000
Post- Settle-Up Period		14	2027-2028	2027	\$ -	\$ -	\$ 10,574,000	\$ 103,688,000	\$ 114,262,000	\$ -	\$ 114,262,000	\$ 114,262,000
Post- Settle-Up Period		15	2028-2029	2028	\$ -	\$ -	\$ 9,728,000	\$ 95,393,000	\$ 105,121,000	\$ -	\$ 105,121,000	\$ 105,121,000

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 OF AUTHORIZED COMPANY REPRESENTATIVE


 DATE

ARTHUR J. SNELL
 ASSISTANT SECRETARY

ATTACHMENT 19
See attached addendum to Schedule C

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule C- Application: Employment Information

Applicant Name South Plains Wind Energy, LLC
ISD Name Lockney 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)	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	2013-2014	2013			0	\$0.00	0	\$0.00
	Complete tax years of qualifying time period	1	2014-2015	2014			0	\$0.00	0	\$0.00
		2	2015-2016	2015			0	\$0.00	0	\$0.00
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2016-2017	2016	50 FTEs	\$48,000.00	1	\$35,000.00	1	\$39,000.00
		4	2017-2018	2017			1	\$35,000.00	1	\$39,000.00
		5	2018-2019	2018			1	\$35,000.00	1	\$39,000.00
		6	2019-2020	2019			1	\$35,000.00	1	\$39,000.00
		7	2020-2021	2020			1	\$35,000.00	1	\$39,000.00
		8	2021-2022	2021			1	\$35,000.00	1	\$39,000.00
		9	2022-2023	2022			1	\$35,000.00	1	\$39,000.00
		10	2023-2024	2023			1	\$35,000.00	1	\$39,000.00
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024			1	\$35,000.00	1	\$39,000.00
		12	2025-2026	2025			1	\$35,000.00	1	\$39,000.00
		13	2026-2027	2026			1	\$35,000.00	1	\$39,000.00
Post-Settle-Up Period		14	2027-2028	2027			1	\$35,000.00	1	\$39,000.00
Post-Settle-Up Period		15	2028-2029	2028			1	\$35,000.00	1	\$39,000.00

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 OF AUTHORIZED COMPANY REPRESENTATIVE


 DATE

ARTHUR J. SNELL
ASSISTANT SECRETARY

ATTACHMENT 20

See attached addendum to Schedule D

ADDENDUM

*ATTACHMENT TO ADDENDUM OF APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule D: (Rev. January 2013): Other Tax Information

Applicant Name					Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought			
South Plains Wind Energy, LLC								Lockney ISD			
					Sales Taxable Expenditures		Franchise Tax	County	City	Lockney Hospital	Caprock Hospital
		Year	School Year (YYYY-YYYY)	Tax/Calendar Year YYYY	Column F: Estimate of total annual expenditures* subject to state sales tax	Column G: Estimate of total annual expenditures* made in Texas NOT subject to sales tax	Column H: Estimate of Franchise tax due from (or attributable to) the applicant	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)			2013-2014	2013				-	-	-	-
Complete tax years of qualifying time period	1	2014-2015	2014				0	n/a	n/a	n/a	n/a
	2	2015-2016	2015		20,486,916	133,480,584	0	n/a	n/a	n/a	n/a
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2016-2017	2016	16,894,296	110,073,204	20,000	80%	n/a	80%	100%
		4	2017-2018	2017			20,000	80%	n/a	80%	90%
		5	2018-2019	2018			20,000	75%	n/a	75%	75%
		6	2019-2020	2019			20,000	75%	n/a	75%	65%
		7	2020-2021	2020			20,000	75%	n/a	75%	35%
		8	2021-2022	2021			20,000	55%	n/a	55%	35%
		9	2022-2023	2022			20,000	55%	n/a	55%	35%
		10	2023-2024	2023			20,000	55%	n/a	40%	35%
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024			20,000	55%	n/a	40%	35%
		12	2025-2026	2025			20,000	55%	n/a	40%	35%
		13	2026-2027	2026			20,000	0%	n/a	0%	0%
Post-Settle-Up Period		14	2027-2028	2027			20,000	0%	n/a	0%	0%
Post-Settle-Up Period		15	2028-2029	2028			20,000	0%	n/a	0%	0%

APPENDIX

*For planning, construction and operation of the facility.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE



DATE

2/1/15

ARTHUR J. SNELL
ASSISTANT SECRETARY

ATTACHMENT 1

See combined application attached.

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized School District Consultant (If Applicable)

First Name Audie		Last Name Sciumbato	
Title Attorney			
Firm Name Underwood Law Firm, P.C.			
Street Address 500 S. Taylor, Suite 1200			
Mailing Address PO Box 9158			
City Amarillo		State TX	ZIP 79105
Phone Number 806-364-2626		Fax Number 806-364-9368	
Mobile Number (Optional)		E-mail Address audie.sciumbato@uwlaw.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 6-4-15
---	-----------------------

Has the district determined this application complete? Yes No

If yes, date determined complete. _____

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	✓
2	Certification page signed and dated by authorized school district representative	2 of 16	✓
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	✓

APPLICANT INFORMATION - CERTIFICATION OF APPLICATION

Authorized Business Representative (Applicant)

First Name ARTHUR J. STRELL		Last Name STRELL	
Title ASSISTANT SECRETARY			
Organization South Plains Wind Energy, LLC			
Street Address 110 SUNEDISON, LLC, 179 UNCON STREET, SUITE 800			
Mailing Address BOSTON			
City		State MA	ZIP 02111
Phone Number 617-960-9651		Fax Number	
Mobile Number (optional)		Business e-mail Address ASTRELL@SUNEDISON.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 Wes		Last Name Jackson	
Title Partner			
Firm Name Cummings Westlake LLC			
Street Address 12837 Louetta Road, Suite201			
Mailing Address same			
City Cypress		State TX	ZIP 77429-5611
Phone Number 713-266-4456 X-2		Fax Number 713-266-2333	
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.

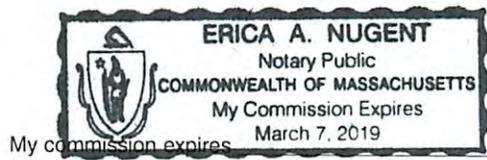
I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

Signature (Authorized Business Representative (Applicant))	OF FIRST WIND TEXAS HOLDINGS II, LLC MEMBER OF SOUTH PLAINS UNDERBERRY, LLC	Date 6/1/15
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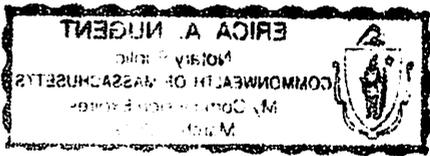
GIVEN under my hand and seal of office this 15th day of JUNE, 2015

Erica A. Nugent
Notary Public, State of MASSACHUSETTS

(Notary Seal)



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.





ELIGIBILITY UNDER TAX CODE CHAPTER 313.024

- Are you an entity to which Tax Code, Chapter 171 applies?
The property will be used as an integral part, or as a necessary auxiliary part, in one of the following activities:
(1) manufacturing
(2) research and development
(3) a clean coal project, as defined by Section 5.001, Water Code
(4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code
(5) renewable energy electric generation
(6) electric power generation using integrated gasification combined cycle technology
(7) nuclear electric power generation
(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)
Are you requesting that any of the land be classified as qualified investment?
Will any of the proposed qualified investment be leased under a capitalized lease?
Will any of the proposed qualified investment be leased under an operating lease?
Are you including property that is owned by a person other than the applicant?
Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment?

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 attached project description - Attachment 4

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

See attached project description - 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 Q2 - 2015, Begin Hiring New Employees Q4 - 2015, Construction Complete Q2 - 2016, Fully Operational Q2 - 2016, Purchase Machinery & Equipment Q2 - 2015

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)?

When do you anticipate the new buildings or improvements will be placed in service? Q4 - 2015

ECONOMIC INCENTIVES

Identify state programs the project will apply for:

State Source	Amount
none	
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.)

Applicant has applied for tax abatement and has entered into local Chapter 312 tax abatements with Floyd County and Lockney Hospital District; dba, W. J. Mangold Memorial Hospital, and Caprock Hospital District. Abatement terms are listed on Schedule D.

THE PROPERTY

Identify county or counties in which the proposed project will be located Floyd

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

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: Floyd (100%) City: none
(Name and percent of project) (Name and percent of project)

Hospital District: Lockney General HD (76%) Water District: High Plains UWCD #1 (100%)
(Name and percent of project) (Name and percent of project)

Other (describe): Caprock Hospital (24%) Other (describe): Floydada ISD (38%)
(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.

See Application #1004 filed with Floydada 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? \$10,000,000

What is the amount of appraised value limitation for which you are applying? \$10,000,000

What is your total estimated *qualified* investment? \$415,935,000

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? April 11, 2013

What is the anticipated date of the beginning of the qualifying time period? August 8, 2013

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? \$415,935,000

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? 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? n/a

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 [x] 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. N/A Market Value N/A (Tax Year)

Is any of the existing property subject to a value limitation agreement under Tax Code 313? [] Yes [x] 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? [x] 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)? 0

The last complete calendar quarter before application review start date is the [x] First Quarter [] Second Quarter [] Third Quarter [] Fourth Quarter of 2013 (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? 0

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. N/A

Total number of new jobs that will have been created when fully operational 7

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 [x] 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)? [x] 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? 6

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).

ATTACHMENT 4

Detailed Description of the Project

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.

South Plains Wind Energy, LLC (South Plains) is requesting an appraised value limitation from Lockney Independent School District (ISD) for the South Plains Wind Energy Project (the "Project"), a proposed wind powered electric generating facility in Floyd County. The proposed Lockney ISD Project (this application) will be constructed within Floyd County Wind Reinvestment Zone No. 1 established by Floyd County on March 11, 2013. A map showing the location of the project is included as Attachment 7.

The proposed addition to the Project is anticipated to increase the installed MWs located in Lockney ISD. The make and size of the wind turbines selected are now the larger 2.0 MW and 3.3 MW Vestas wind turbines, as compared to 1.62 MW GE wind turbines as anticipated in the original application. Current plans are to install a total of 308.1 MW, with sixty (60) 2.0 MW Vestas and fifty-seven (57) 3.3 MW Vestas turbines located in Lockney ISD. Note the revised map attached shows a total of 117 wind turbines within Lockney ISD boundaries.

	Original Application	Revised w/ Current Turbine Configuration	Addendum		Grand Total	
Turbine type	GE	Vestas	Vestas	Vestas	Vestas	Vestas
Size (MW)	1.62	2.0	2.0	3.3	2.0	3.3
Turbine count	62	50	10	57	60	57
Total MW's	100	100	20	188.1	120	188.1

The Applicant request a value limitation for all materials and equipment installed for the Project, including but not limited to, wind turbines, towers, foundations, pad mount transformers, roadways, buildings and offices, anemometer towers, collection system, electrical substations, transmission line and associated towers, and interconnection facilities.

Construction of the addition to the Project is anticipated to begin in the second quarter of 2015 with completion by the second quarter of 2016.

ATTACHMENT 5

List of districts and percentages where the project is located

High Plains Underwater Conservation District #3	100%
Floyd County	100%
Lockney Independent School District	62%
Floydada Independent School District	38%
Lockney General Hospital District	76%
Caprock Hospital District	24%

COMBINED

ATTACHMENT 6

Description of Qualified Investment

- 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 improvement 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 (Please see Attachment 7)*

South Plains Wind Energy, LLC plans to construct a 308.1 MW wind farm in Floyd County. Approximately sixty (60) 2.0 MW and fifty-seven (57) 3.3 MW wind turbines will be located in Lockney ISD. The Project has finalized their turbine selection and will be utilizing 2.0 MW and 3.3 MW wind turbines manufactured by Vestas. (See the table below for the breakout by turbine size)

	Original Application	Revised w/ Current Turbine Configuration	Addendum		Grand Total	
Turbine type	GE	Vestas	Vestas	Vestas	Vestas	Vestas
Size (MW)	1.62	2.0	2.0	3.3	2.0	3.3
Turbine count	62	50	10	57	60	57
Total MW's	100	100	20	188.1	120	188.1

South Plains will be constructing 8.5 miles of generation transmission tie line within Lockney ISD.

This application covers all additional qualified investment and qualified property necessary for the commercial operations of the wind farm.

Qualified Investment and qualified property includes, but is not limited to, turbines, towers, foundations, pad mount transformers underground collection systems, electrical substation(s), transmission lines, electrical interconnections, met towers, roads, operations & maintenance buildings, spare parts, and control systems necessary for commercial generation of electricity.

The map in Attachment 7 shows the proposed project area with the proposed improvement locations. Note that the map shows the total number of turbines in Lockney including the turbines originally applied for. The exact placement of turbines is subject to ongoing planning, wind studies, engineering, and discussions with landowners and turbine manufacturers. The final location of turbines and supporting structures will be determined before construction begins.

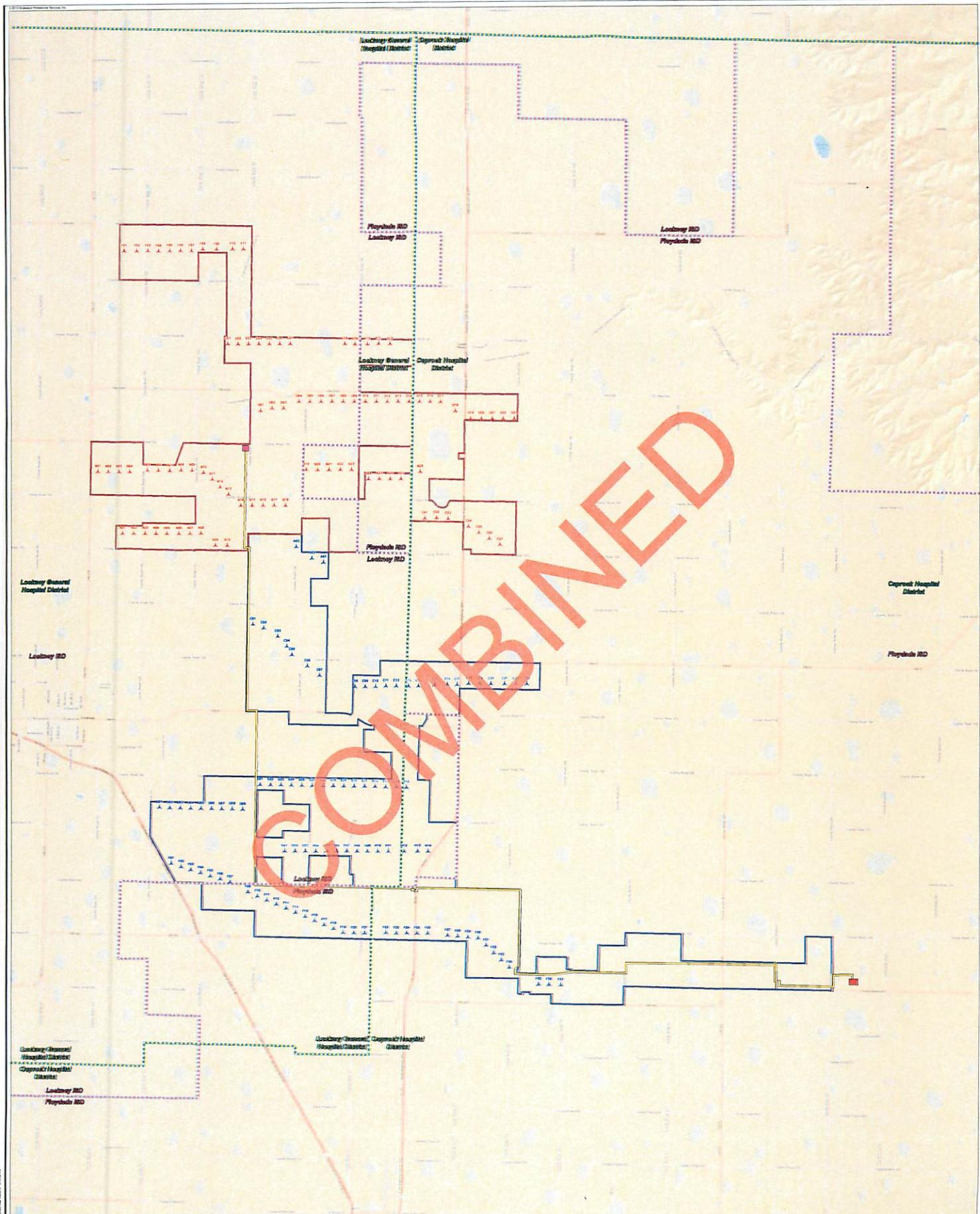
ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD

ATTACHMENT 7

Map of qualified investment showing location of improvements with vicinity map

COMBINED

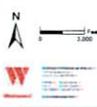
*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*



- Legend**
- ▲ South Plains I Turbine
 - ▲ South Plains II Turbine
 - ▭ Phase I Project Boundary
 - ▭ Phase II Project Boundary
 - Transmission Line
 - ▭ Phase I Substation
 - ▭ Phase II Substation
 - ▭ White River Interconnection
 - ▭ School District Boundary
 - ▭ Hospital District Boundary

South Plains Wind Project

Floyd County, Texas
 Phase I & II
 Hospital & School Districts
 Project Layout Map
 Current As Of: April 09, 2015



ATTACHMENT 8
Description of Qualified Property

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 (Please see Attachment 9)

South Plains Wind Energy, LLC plans to construct a 308.1 MW wind farm in Floyd County. Approximately sixty (60) 2.0 MW and fifty-seven (57) 3.3 MW wind turbines will be located in Lockney ISD. The Project has finalized their turbine selection and will be utilizing 2.0 MW and 3.3 MW wind turbines manufactured by Vestas. (See the table below for the breakout by turbine size)

	Original Application	Revised w/ Current Turbine Configuration	Addendum		Grand Total	
Turbine type	GE	Vestas	Vestas	Vestas	Vestas	Vestas
Size (MW)	1.62	2.0	2.0	3.3	2.0	3.3
Turbine count	62	50	10	57	60	57
Total MW's	100	100	20	188.1	120	188.1

South Plains will be constructing 8.5 miles of generation transmission tie line within Lockney ISD.

This application covers all additional qualified investment and qualified property necessary for the commercial operations of the wind farm.

Qualified Investment and qualified property includes, but is not limited to, turbines, towers, foundations, pad mount transformers underground collection systems, electrical substation(s), transmission lines, electrical interconnections, met towers, roads, operations & maintenance buildings, spare parts, and control systems necessary for commercial generation of electricity.

The map in Attachment 7 shows the proposed project area with the proposed improvement locations. Note that the map shows the total number of turbines in Lockney including the turbines originally applied for. The exact placement of turbines is subject to ongoing planning, wind studies, engineering, and discussions with landowners and turbine manufacturers. The final location of turbines and supporting structures will be determined before construction begins.

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

ATTACHMENT 9

See Attachment 7

The maps of the qualified property, showing location of improvements, and a separate vicinity map are in Attachment 7

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

ATTACHMENT 11

See Attachment 7

A detailed map showing location of the land and separate vicinity map are in Attachment 7

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

ATTACHMENT 13

Request of waiver of job creation requirement

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

CUMMINGS WESTLAKE LLC

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

May 22, 2015

Mr. Phil Cotham, Superintendent
Lockney Independent School District
416 W. Willow
Lockney, TX 79241

Re: Chapter 313 Job Waiver Request

Dear Mr. Cotham,

South Plains Wind Energy, LLC (SPWE) requests that the Lockney Independent School District's Board of Trustees waive the job requirement provision as allowed by Section 313.025(f-1) of the tax code. This waiver would be based on the school district's board findings that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility of the property owner that is described in the application.

South Plains Wind Energy, LLC requests that the Lockney Independent School District makes such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, SPWE has committed to create 7 total jobs for the project, all of which will be in Lockney ISD.

Wind projects create a large number of full and part-time, but temporary jobs during the construction phase of the project, but require a relatively small number of highly skilled technicians to operate and maintain the project after commercial operation commences.

The industry standard for employment is typically one full-time employee for approximately every 15 turbines. This number may vary depending on the operations and maintenance requirements of the turbines selected as well as the support and technical assistance offered by the turbine manufacturer. 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. In addition to the onsite employees, there may be managers or technicians who support the project from offsite locations.

Sincerely,



Brandon Westlake

ATTACHMENT 14

Calculation of three possible wage requirements with TWC documentation

- Floyd County average weekly wage for all jobs (all industries)
- Floyd County average weekly wage for all jobs (manufacturing)
See attached Council of Governments Regional Wage Calculation and Documentation

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

**SOUTH PLAINS WIND ENERGY, LLC
ATTACHMENT 14 TO CHAPTER 313 APPLICATION - LOCKNEY ISD**

CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2012	\$ 591.00	\$ 30,732
SECOND	2012	\$ 605.00	\$ 31,460
THIRD	2012	\$ 624.00	\$ 32,448
FOURTH	2011	\$ 649.00	\$ 33,748
AVERAGE		\$ 617.25	\$ 32,097
		X 110%	110%
		\$ 678.98	\$ 35,307

CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2012	\$ 830.00	\$ 43,160
SECOND	2012	\$ 801.00	\$ 41,652
THIRD	2012	\$ 706.00	\$ 36,712
FOURTH	2011	\$ 701.00	\$ 36,452
AVERAGE		\$ 759.50	\$ 39,494
		X 110%	110%
		\$ 835.45	\$ 43,443

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
	2011	\$ 657.88	\$ 34,210
		X 110%	110%
		\$ 723.67	\$ 37,631

* SEE ATTACHED TWC DOCUMENTATION

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
2012	1st Qtr	Floyd County	Private	00	0	10	Total, All Industries	\$591
2012	2nd Qtr	Floyd County	Private	00	0	10	Total, All Industries	\$605
2012	3rd Qtr	Floyd County	Private	00	0	10	Total, All Industries	\$624

COMBINED

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

<input type="text" value="2011"/>	<input type="text" value="4th Qtr"/>	<input type="text" value="Floyd County"/>	<input type="text" value="Private"/>	<input type="text" value="00"/>	<input type="text" value="0"/>	<input type="text" value="10"/>	<input type="text" value="Total, All Industries"/>	<input type="text" value="\$649"/>
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COMBINED

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
2012	1st Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$830
2012	2nd Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$801
2012	3rd Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$706

COMBINED

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	4th Qtr	Floyd County	Private	31	2	31-33	Manufacturing	\$701

COMBINED

**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.

ATTACHMENTS 17

See attached combined Schedule A

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule A (Rev. January 2013): Investment

Applicant Name
ISD Name

South Plains Wind Energy, LLC
Lockney ISD

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)				0	0		0	0
	Investment made after filing complete application with district, but before final board approval of application (eligible to become qualified property)		2013-2014	2013	0	0		0	0
	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)				0	0	0		0
	Complete tax years of qualifying time period	1	2014-2015	2014	0	0	0		0
		2	2015-2016	2015	288,467,500	500,000	288,967,500		288,967,500
		3	2016-2017	2016	126,967,500	0			126,967,500
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	4	2017-2018	2017	0	0			0
		5	2018-2019	2018	0	0			0
		6	2019-2020	2019	0	0			0
		7	2020-2021	2020	0	0			0
		8	2021-2022	2021	0	0			0
		9	2022-2023	2022	0	0			0
		10	2023-2024	2023	0	0			0
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024	0	0			0
		12	2025-2026	2025	0	0			0
		13	2026-2027	2026	0	0			0
	Post- Settle-Up Period	14	2027-2028	2027	0	0			0
	Post- Settle-Up Period	15	2028-2029	2028	0	0			0

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.]

Column B: 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).

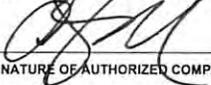
For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings.

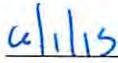
Column D: Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value-for planning, construction and operation of the facility. The most significant example for many projects would be land. Other examples may be items such as professional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


SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE


DATE

ARTHUR J. SNELL
ASSISTANT SECRETARY

ATTACHMENT 18
See attached combined Schedule B

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule B (Rev. January 2013): Estimated Market And Taxable Value
 South Plains Wind Energy, LLC

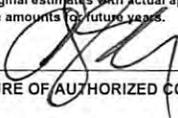
Applicant Name
 ISD Name

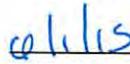
Lockney ISD

Form 50-296

		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	SPI	SPIII	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&C--after all reductions
		pre- year 1	2013-2014	2013	\$ -	\$ -			\$ -	\$ -	\$ -	
	Complete tax years of qualifying time period	1	2014-2015	2014	\$ -	\$ -			\$ -	\$ -	\$ -	
		2	2015-2016	2015	\$ -	\$ -			\$ -	\$ -	\$ -	
		3	2016-2017	2016	\$ -	\$ 492,500	\$ 158,270,000	\$ 63,483,750	\$ 221,753,750	\$ -	\$ 222,246,250	\$ 10,000,000
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	4	2017-2018	2017	\$ -	\$ 480,200	\$ 145,608,000	\$ 238,698,900	\$ 384,306,900	\$ -	\$ 384,787,100	\$ 10,000,000
		5	2018-2019	2018	\$ -	\$ 468,200	\$ 133,959,000	\$ 219,803,000	\$ 353,552,000	\$ -	\$ 354,030,200	\$ 10,000,000
		6	2019-2020	2019	\$ -	\$ 456,500	\$ 123,242,000	\$ 202,035,000	\$ 325,277,000	\$ -	\$ 325,733,500	\$ 10,000,000
		7	2020-2021	2020	\$ -	\$ 445,100	\$ 113,383,000	\$ 185,872,000	\$ 299,255,000	\$ -	\$ 299,700,100	\$ 10,000,000
		8	2021-2022	2021	\$ -	\$ 434,000	\$ 104,312,000	\$ 171,002,000	\$ 275,314,000	\$ -	\$ 275,748,000	\$ 10,000,000
		9	2022-2023	2022	\$ -	\$ 423,200	\$ 95,967,000	\$ 157,322,000	\$ 253,289,000	\$ -	\$ 253,712,200	\$ 10,000,000
		10	2023-2024	2023	\$ -	\$ 412,600	\$ 88,290,000	\$ 144,736,000	\$ 233,026,000	\$ -	\$ 233,438,600	\$ 10,000,000
Credit Settle- Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024	\$ -	\$ 402,300	\$ 81,227,000	\$ 133,157,000	\$ 214,384,000	\$ -	\$ 214,786,300	\$ 214,786,300
		12	2025-2026	2025	\$ -	\$ 392,200	\$ 74,729,000	\$ 122,504,000	\$ 197,233,000	\$ -	\$ 197,625,200	\$ 197,625,200
		13	2026-2027	2026	\$ -	\$ 382,400	\$ 68,751,000	\$ 112,704,000	\$ 181,455,000	\$ -	\$ 181,837,400	\$ 181,837,400
	Post- Settle-Up Period	14	2027-2028	2027	\$ -	\$ 372,600	\$ 63,251,000	\$ 103,688,000	\$ 166,939,000	\$ -	\$ 167,311,800	\$ 167,311,800
	Post- Settle-Up Period	15	2028-2029	2028	\$ -	\$ 363,500	\$ 58,191,000	\$ 95,393,000	\$ 153,584,000	\$ -	\$ 153,947,500	\$ 153,947,500

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 OF AUTHORIZED COMPANY REPRESENTATIVE


 DATE

ARTHUR J. SNELL
 ASSISTANT SECRETARY

ATTACHMENT 19
See attached combined Schedule C

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule C- Application: Employment Information

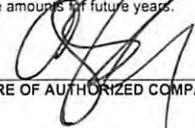
Applicant Name South Plains Wind Energy, LLC
ISD Name Lockney ISD

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)	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	2013-2014	2013			0	\$0.00	0	\$0.00	
	Complete tax years of qualifying time period	1	2014-2015	2014			0	\$0.00	0	\$0.00	
		2	2015-2016	2015		75 FTEs	\$48,000.00	0	\$0.00	0	\$0.00
	Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2016-2017	2016	50 FTEs	\$48,000.00	7	\$35,000.00	6	\$39,000.00
			4	2017-2018	2017			7	\$35,000.00	6	\$39,000.00
			5	2018-2019	2018			7	\$35,000.00	6	\$39,000.00
			6	2019-2020	2019			7	\$35,000.00	6	\$39,000.00
			7	2020-2021	2020			7	\$35,000.00	6	\$39,000.00
			8	2021-2022	2021			7	\$35,000.00	6	\$39,000.00
			9	2022-2023	2022			7	\$35,000.00	6	\$39,000.00
			10	2023-2004	2023			7	\$35,000.00	6	\$39,000.00
	Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024			7	\$35,000.00	6	\$39,000.00
			12	2025-2026	2025			7	\$35,000.00	6	\$39,000.00
			13	2026-2027	2026			7	\$35,000.00	6	\$39,000.00
	Post- Settle-Up Period		14	2027-2028	2027			7	\$35,000.00	6	\$39,000.00
	Post- Settle-Up Period		15	2028-2029	2028			7	\$35,000.00	6	\$39,000.00

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 OF AUTHORIZED COMPANY REPRESENTATIVE


 DATE

ARTHUR J. SNELL
ASSISTANT SECRETARY

ATTACHMENT 20
See attached combined Schedule D

COMBINED

*ATTACHMENT TO COMBINED APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY SOUTH PLAINS WIND ENERGY, LLC TO LOCKNEY ISD*

Schedule D: (Rev. January 2013): Other Tax Information

Applicant Name					Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought			
South Plains Wind Energy, LLC								County	City	Lockney Hospital	Caprock Hospital
					Column F: Estimate of total annual expenditures* subject to state sales tax	Column G: Estimate of total annual expenditures* made in Texas NOT subject to sales tax	Column H: Estimate of Franchise tax due from (or attributable to) the applicant	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement
Year	School Year (YYYY-YYYY)	Tax/Calendar Year YYYY	Column F:	Column G:	Column H:	County	City	Lockney Hospital	Caprock Hospital		
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	2013-2014	2013									
Complete tax years of qualifying time period	1	2014-2015	2014			0	n/a	n/a	n/a		
	2	2015-2016	2015	38,450,016	250,517,484	0	n/a	n/a	n/a		
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2016-2017	2016	16,894,296	110,073,204	30,000	80%	n/a	80%	100%
		4	2017-2018	2017			30,000	80%	n/a	80%	90%
		5	2018-2019	2018			30,000	75%	n/a	75%	75%
		6	2019-2020	2019			30,000	75%	n/a	75%	65%
		7	2020-2021	2020			30,000	75%	n/a	75%	35%
		8	2021-2022	2021			30,000	55%	n/a	55%	35%
		9	2022-2023	2022			30,000	55%	n/a	55%	35%
		10	2023-2004	2023			30,000	55%	n/a	40%	35%
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024			30,000	55%	n/a	40%	35%
		12	2025-2026	2025			30,000	55%	n/a	40%	35%
		13	2026-2027	2026			30,000	0%	n/a	0%	0%
Post- Settle-Up Period	14	2027-2028	2027			30,000	0%	n/a	0%	0%	
Post- Settle-Up Period	15	2028-2029	2028			30,000	0%	n/a	0%	0%	

*For planning, construction and operation of the facility.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

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DATE

ARTHUR J. SNELL
ASSISTANT SECRETARY