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May 24, 2016

Michelle Luera
Economic Development and Analysis Division
Texas Comptroller of Public Accounts
111 E. 17th St.
Austin, TX 78774

Via Email and Federal Express

Re: App 1136 - Eden CISD – RES Cactus Flats Wind Energy, LLC

Dear Michelle:

Attached please find revised pages for the Chapter 313 Application submitted by RES Cactus Flats Wind Energy LLC to Eden CISD (the "Application") to address each of the items noted in the Comptroller's May 11, 2016 Deficiency Letter requesting additional information, corrections and documents related to the Application. A CD containing these documents is also enclosed.

Please let me know if you require any additional information.

Sincerely,

A handwritten signature in black ink that reads "Audie Sciumbato". The signature is fluid and cursive, with a large initial "A" and a long, sweeping tail.

Audie Sciumbato, PhD

Encl.
L69OI3KR0DB5AQ
cc: Sam Gregson, Cummings Westlake, LLC

Application for Appraised Value Limitation on Qualified Property

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

Sam Gregson
Senior Consultant
Cummings Westlake LLC
713-266-4456
sgregson@cwlp.net

SECTION 3: Fees and Payments

- 1. Has an application fee been paid to the school district? [X] Yes [] No
The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.
1a. If yes, attach in Tab 2 proof of application fee paid to the school district.
For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.
2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? [] Yes [X] No [] N/A
3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? [] Yes [X] No [] N/A

SECTION 4: Business Applicant Information

- 1. What is the legal name of the applicant under which this application is made? RES Cactus Flats Wind Energy, LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32058765176
3. List the NAICS code 221115
4. Is the applicant a party to any other pending or active Chapter 313 agreements? [] Yes [X] No
4a. If yes, please list application number, name of school district and year of agreement

SECTION 5: Applicant Business Structure

- 1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Limited Liability Corporation
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? [X] Yes [] No
2a. If yes, attach in Tab 3 a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.
3. Is the applicant current on all tax payments due to the State of Texas? [X] Yes [] No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? [X] Yes [] No [] N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in Tab 3)

[Empty box for explanation of tax non-compliance]

Application for Appraised Value Limitation on Qualified Property

SECTION 14: Wage and Employment Information

1. 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

2. What is the last complete calendar quarter before application review start date:
 First Quarter Second Quarter Third Quarter Fourth Quarter of 2016
 (year)

3. 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 Texas Workforce Commission (TWC)? 0

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

4. What is the number of new qualifying jobs you are committing to create? 5

5. What is the number of new non-qualifying jobs you are estimating you will create? 0

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

6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.

7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).

a. Average weekly wage for all jobs (all industries) in the county is 696.00

b. 110% of the average weekly wage for manufacturing jobs in the county is 533.00

c. 110% of the average weekly wage for manufacturing jobs in the region is 823.00

8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)

9. What is the minimum required annual wage for each qualifying job based on the qualified property? 27,778.00

10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 30,000.00

11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? Yes No

12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? Yes No

12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).

13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? Yes No

13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.

2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (not required)

3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

CUMMINGS WESTLAKE LLC

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

May 11, 2016

Mr. Kent Coker
Superintendent
Eden Consolidated Independent School District
113 West Bryan Street
Eden, TX 76837

Re: Chapter 313 Jobs Waiver Request

Dear Superintendent Coker,

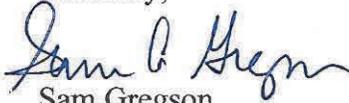
RES Cactus Flats Wind Energy, LLC requests that the Eden Consolidated Independent School District's Board of Trustees waive the job requirement provision as allowed by Section 313.025(f-1) of the Tax Code. This waiver would be based on the school district's board findings that the jobs creation requirement 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.

RES Cactus Flats Wind Energy, LLC requests that the Board of Trustees make such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, RES Cactus Flats Wind Energy, LLC has committed to create five total jobs for the project. In our initial request dated April 21, 2016, we indicated that three jobs would be in Eden CISD. This letter is to correct that statement to reflect that all five jobs will be in Eden CISD.

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 will 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,



Sam Gregson
Senior Consultant
Cummings Westlake, LLC

TAB 13

Calculation of three possible wage requirements with TWC documentation

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

Quarterly Employment and Wages (QCEW)

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Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2015	1st Qtr	Concho County	Private	00	0	10	Total, All Industries	\$691
2015	2nd Qtr	Concho County	Private	00	0	10	Total, All Industries	\$629
2015	3rd Qtr	Concho County	Private	00	0	10	Total, All Industries	\$710
2015	4th Qtr	Concho County	Private	00	0	10	Total, All Industries	\$752

Quarterly Employment and Wages (QCEW)

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 Year	 Period	 Area	 Ownership	 Division	 Level	 Ind Code	 Industry	 Avg Weekly Wages
2015	1st Qtr	Concho County	Private	31	2	31-33	Manufacturing	\$519
2015	2nd Qtr	Concho County	Private	31	2	31-33	Manufacturing	\$455
2015	3rd Qtr	Concho County	Private	31	2	31-33	Manufacturing	\$470
2015	4th Qtr	Concho County	Private	31	2	31-33	Manufacturing	\$495

**CACTUS FLATS WIND LLC
TAB 13 TO CHAPTER 313 APPLICATION**

**CONCHO COUNTY
CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2015	\$ 691	\$ 35,932
SECOND	2015	\$ 629	\$ 32,708
THIRD	2015	\$ 710	\$ 36,920
FOURTH	2015	\$ 752	\$ 39,104
AVERAGE		\$ 696	\$ 36,166

**CONCHO COUNTY
CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2015	\$ 519	\$ 26,988
SECOND	2015	\$ 455	\$ 23,660
THIRD	2015	\$ 470	\$ 24,440
FOURTH	2015	\$ 495	\$ 25,740
AVERAGE		\$ 485	\$ 25,207
X		110%	110%
		\$ 533	\$ 27,728

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
Concho	2014	\$ 748	\$ 38,886
X		110%	110%
		\$ 822.59	\$ 42,775

* SEE ATTACHED TWC DOCUMENTATION



Application for Appraised Value Limitation on Qualified Property

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

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.

print here ▶	Kent Coker	Superintendent
	Print Name (Authorized School District Representative)	Title
sign here ▶		5/24/16
	Signature (Authorized School District Representative)	Date

2. Authorized Company Representative (Applicant) Signature and Notarization

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 and schedules 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.

print here ▶	Brian Evans	Chief Development Officer
	Print Name (Authorized Company Representative (Applicant))	Title
sign here ▶		5/17/16
	Signature (Authorized Company Representative (Applicant))	Date

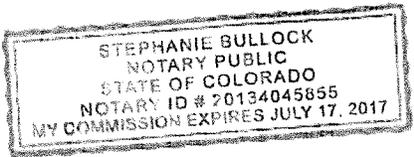
GIVEN under my hand and seal of office this, the

17 day of May, 2016

Stephanie Bullock

Notary Public in and for the State of ~~Texas~~ Colorado

My Commission expires: July 17 2017



(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 Section 37.10.