

# O'HANLON, MCCOLLOM & DEMERATH

ATTORNEYS AND COUNSELORS AT LAW

808 WEST AVENUE  
AUSTIN, TEXAS 78701  
TELEPHONE: (512) 494-9949  
FACSIMILE: (512) 494-9919

**KEVIN O'HANLON**  
CERTIFIED, CIVIL APPELLATE  
CERTIFIED, CIVIL TRIAL

**LESLIE MCCOLLOM**  
CERTIFIED, CIVIL APPELLATE  
CERTIFIED, LABOR AND EMPLOYMENT  
TEXAS BOARD OF LEGAL SPECIALIZATION

**JUSTIN DEMERATH**

March 7, 2017

Local Government Assistance & Economic Analysis  
Texas Comptroller of Public Accounts  
P.O. Box 13528  
Austin, Texas 78711-3528

RE: Amended Application to the Fort Stockton Independent School District from  
Buckthorn Solar LLC (#1063)

To the Local Government Assistance & Economic Analysis Division:

On September 28, 2015, the Fort Stockton ISD and Buckthorn Westex, LLC entered into an Agreement for an Appraised Value Limitation. On February 27, 2017, Buckthorn Westex submitted an Amended Application to the District. The Amendment is accompanied by a signature page acknowledging the receipt of the information from the Applicant.

The Amendment consists of the following changes:

Section 2: Applicant Information

Contact Information for the Company Representative, company contact information and company consultant have been updated

Section 5: Applicant Business Structure

The Application has been updated to reflect that Buckthorn Westex now files as part of an affiliated group for franchise tax purposes.

Section 9: Project Timeline

The Applicant has provided an updated project timeline, including a change to the start of the limitation period. Previously the value limitation was set to begin at the start of commercial operations. The company now requests to amend the start date to the first tax year after the qualifying time period, i.e., 2018.

Section 12: Qualified Property

The Applicant has updated this page to reflect that the project will be located in an area that has been designated as a reinvestment zone.

Letter to Local Government Assistance & Economic Analysis Division

April 1, 2015

Page 2 of 2

Tab 3

Buckthorn Westex has provided information for its Affiliated Group.

Tabs 4-8

All tabs have been updated to reflect the current schedule of investment. The Applicant has also included the previous information as to whether Chapter 313 was a determining factor in locating this project in Texas.

Schedules:

All schedules have been updated to reflect the current project timing.

A copy of the amended application will be submitted to the Pecos County Appraisal District.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kevin O'Hanlon', with a stylized flourish at the end.

Kevin O'Hanlon  
School District Consultant

Cc: Pecos County Appraisal District

Buckthorn Solar LLC

Fort Stockton Independent School District

3-7-17

**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

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**TAB 1**

Pages 1 – 9 of application.

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

Dan
First Name
Partner
Title
Moak, Casey & Associates
Firm Name
512-485-7878
Phone Number
Mobile Number (optional)

Casey
Last Name
512-485-7888
Fax Number
dcasey@moakcasey.com
Email Address

- 4. On what date did the district determine this application complete?
5. Has the district determined that the electronic copy and hard copy are identical? [X] Yes [ ] No

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

Craig
First Name
President
Title
100 California Street, Suite 400
Street Address
100 California Street, Suite 400
Mailing Address
San Francisco
City
415-627-1620
Phone Number
Mobile Number (optional)

Cornelius
Last Name
Buckthorn Westex, LLC
Organization
CA
State
94111
ZIP
Craig.Cornelius@nrg.com
Business Email Address

- 2. Will a company official other than the authorized company representative be responsible for responding to future information requests? [X] Yes [ ] No
2a. If yes, please fill out contact information for that person.

Nick
First Name
Senior Project Development Manager
Title
100 California Street, Suite 400
Street Address
100 California Street, Suite 400
Mailing Address
San Francisco
City
415-265-7583
Phone Number
Mobile Number (optional)

Benjamin
Last Name
Buckthorn Westex, LLC
Organization
CA
State
94611
ZIP
Nicholas.Benjamin@nrg.com
Business Email Address

- 3. Does the applicant authorize the consultant to provide and obtain information related to this application? [X] Yes [ ] No

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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 713-266-2333
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? Buckthorn Westex, LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 14117242397
3. List the NAICS code 221114
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 delinquencies]

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Application for Appraised Value Limitation on Qualified Property



SECTION 9: Projected Timeline

- 1. Application approval by school board July 2015
2. Commencement of construction January 1, 2016
3. Beginning of qualifying time period January 1, 2016
4. First year of limitation January 1, 2018
5. Begin hiring new employees December 2017
6. Commencement of commercial operations June 2018
7. 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)? [X] Yes [ ] No
8. When do you anticipate the new buildings or improvements will be placed in service? January 2018

SECTION 10: The Property

- 1. Identify county or counties in which the proposed project will be located Pecos County, Texas
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Pecos County Appraisal District
3. Will this CAD be acting on behalf of another CAD to appraise this property? [ ] Yes [X] No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:
County: Pecos County | 100% | 0.6999
City: N/A
Hospital District: N/A
Water District: Middle Pecos Groundwater | 100% | 0.0250
Other (describe): Midland College | 100% | 0.0255
Other (describe): N/A
5. Is the project located entirely within the ISD listed in Section 1? [X] Yes [ ] No
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? [ ] Yes [X] No

SECTION 11: 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 Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at www.texasahead.org/tax\_programs/chapter313/.

- 1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 30,000,000.00
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? [X] Yes [ ] No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
a. 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 (Tab 7);
b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (Tab 7); and
c. a detailed map of the qualified investment showing location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, with vicinity map (Tab 11).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? [X] Yes [ ] No

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Application for Appraised Value Limitation on Qualified Property

SECTION 12: Qualified Property

- 1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
1a. 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 (Tab 8);
1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)?
2a. If yes, attach complete documentation including:
a. legal description of the land (Tab 9);
b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
c. owner (Tab 9);
d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
e. a detailed map showing the location of the land with vicinity map (Tab 11).
3. Is the land on which you propose new construction or new 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?
3a. If yes, attach the applicable supporting documentation:
a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
b. legal description of reinvestment zone (Tab 16);
c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
d. guidelines and criteria for creating the zone (Tab 16); and
e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone?

SECTION 13: Information on Property Not Eligible to Become Qualified Property

- 1. In Tab 10, attach a specific and detailed description of all existing property. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In Tab 10, attach a specific and detailed description of all proposed new property that will not become new improvements as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in Tab 10:
a. maps and/or detailed site plan;
b. surveys;
c. appraisal district values and parcel numbers;
d. inventory lists;
e. existing and proposed property lists;
f. model and serial numbers of existing property; or
g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): \$ 0.00
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property (that property described in response to question 2): \$ 0.00

Note: Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

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**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

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**TAB 3**

*Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation (if applicable)*

See Attached Tax Affiliates List – This list is associated with this amended application

3-7-17  
Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

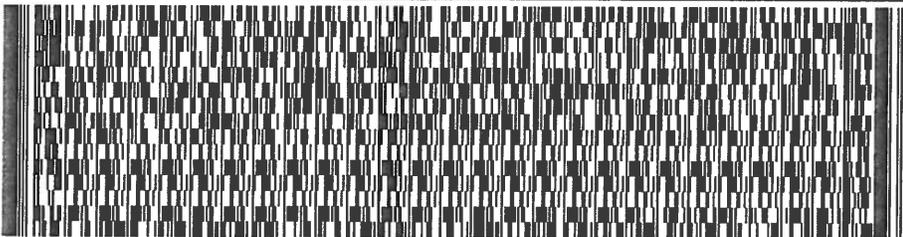
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Texas Genco Holdings, Inc.	■ 17606959207	■ <input type="checkbox"/>
2. Green Mountain Energy Company	■ 10303604416	■ <input type="checkbox"/>
3. Solar Power Partners, Inc.	■ 753225974	■ <input checked="" type="checkbox"/>
4. SPP Galaxy, Inc.	■ 274472238	■ <input checked="" type="checkbox"/>
5. NRG Energy Holdings Inc.	■ 463985344	■ <input checked="" type="checkbox"/>
6. NRG Energy Holdings II, Inc.	■ 465217152	■ <input checked="" type="checkbox"/>
7. NRG Energy Gas & Wind Holdings, Inc.	■ 465188650	■ <input checked="" type="checkbox"/>
8. GenOn Energy, Inc.	■ 17606555666	■ <input type="checkbox"/>
9. NRG Americas, Inc.	■ 32034836133	■ <input checked="" type="checkbox"/>
10. GenOn Energy Holdings, Inc.	■ 12035381560	■ <input type="checkbox"/>
11. Mirant International Investments, Inc.	■ 582221577	■ <input checked="" type="checkbox"/>
12. NRG Northeast Generation, Inc.	■ 17606398174	■ <input type="checkbox"/>
13. GenOn Capital, Inc.	■ 510410053	■ <input checked="" type="checkbox"/>
14. NEO Corporation	■ 411753235	■ <input checked="" type="checkbox"/>
15. NRG ULC Parent, Inc.	■ 471713133	■ <input checked="" type="checkbox"/>
16. NRG Operating Services, Inc.	■ 411744095	■ <input checked="" type="checkbox"/>
17. NRG Northeast Holdings, Inc.	■ 15103991483	■ <input checked="" type="checkbox"/>
18. NRG Sabine (Delaware), Inc.	■ 15220677015	■ <input checked="" type="checkbox"/>
19. NRG Curtailment Solutions, Inc.	■ 32039492312	■ <input type="checkbox"/>
20. NRG Solar CVSR Holdings 2 LLC	■ 453058505	■ <input checked="" type="checkbox"/>
21. BidUReenergy, Inc.	■ 32041186787	■ <input type="checkbox"/>

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

Do not file this form when requesting a second extension.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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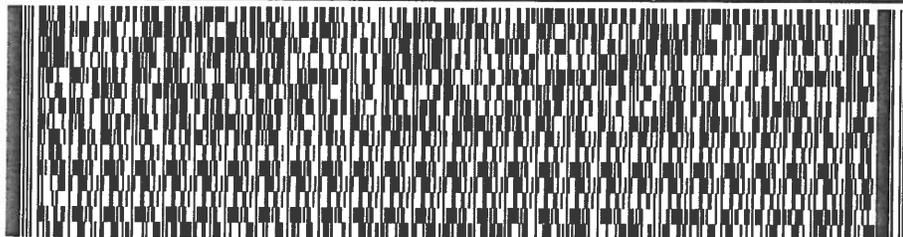
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Ace Energy, Inc.	■ 32057515598	■ <input type="checkbox"/>
2. NRG Home Services LLC	■ 12042787957	■ <input type="checkbox"/>
3. Goal Zero LLC	■ 12707143322	■ <input type="checkbox"/>
4. Cirro Group, Inc.	■ 17529414215	■ <input type="checkbox"/>
5. NRG Acquisition Holdings Inc.	■ 463972764	■ <input checked="" type="checkbox"/>
6. NRG Saguaro Operations Inc.	■ 412013262	■ <input checked="" type="checkbox"/>
7. Cirro Energy Services, Inc.	■ 32017056196	■ <input type="checkbox"/>
8. NRG Development Company, Inc.	■ 32050291403	■ <input type="checkbox"/>
9. NRG Sabine (Texas), Inc.	■ 17605554520	■ <input type="checkbox"/>
10. NRG Western Affiliate Services Inc.	■ 411949168	■ <input checked="" type="checkbox"/>
11. GenOn Northeast Management Company	■ 12517539495	■ <input checked="" type="checkbox"/>
12. GenOn REMA Services, Inc.	■ 15221751835	■ <input type="checkbox"/>
13. Hudson Valley Gas Corporation	■ 134133279	■ <input checked="" type="checkbox"/>
14. RRI Energy Communications, Inc.	■ 17606164444	■ <input type="checkbox"/>
15. Dunkirk Gas Corporation	■ 465330559	■ <input checked="" type="checkbox"/>
16. Mirant Bermuda, Ltd.	■ 582635363	■ <input checked="" type="checkbox"/>
17. NRG International III Inc.	■ 411988391	■ <input checked="" type="checkbox"/>
18. NRG Latin America Inc.	■ 411910733	■ <input checked="" type="checkbox"/>
19. NRG Generation Holdings, Inc.	■ 12019113351	■ <input checked="" type="checkbox"/>
20. NRG Services Corporation	■ 411841627	■ <input checked="" type="checkbox"/>
21. NRG Mextrans, Inc.	■ 411951078	■ <input checked="" type="checkbox"/>

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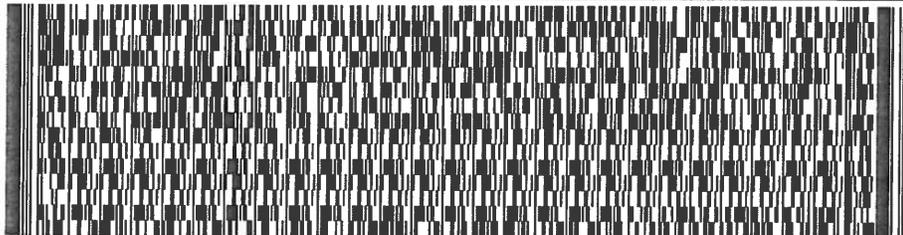
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. GenOn Power Operating Services Midwest, Inc.	15222037184	<input checked="" type="checkbox"/>
2. NRG El Segundo Operations Inc.	411929997	<input checked="" type="checkbox"/>
3. Pacific Generation Holdings Company	19311915607	<input checked="" type="checkbox"/>
4. GenOn Special Procurement, Inc.	582628316	<input checked="" type="checkbox"/>
5. ENIGEN, Inc.	870449760	<input checked="" type="checkbox"/>
6. Forward Home Security, LLC	32048808490	<input type="checkbox"/>
7. RRI Energy Ventures, Inc.	17603870910	<input type="checkbox"/>
8. RRI Energy Channelview (Texas), LLC	17606156226	<input type="checkbox"/>
9. RRI Energy Channelview (Delaware), LLC	15221897174	<input checked="" type="checkbox"/>
10. RRI Energy Trading Exchange, Inc.	17606423204	<input type="checkbox"/>
11. RRI Energy Broadband, Inc.	17606555690	<input type="checkbox"/>
12. Orion Power New York GP, Inc.	15221249756	<input checked="" type="checkbox"/>
13. GenOn Americas Procurement, Inc.	582588980	<input checked="" type="checkbox"/>
14. MNA Finance Corporation	203958481	<input checked="" type="checkbox"/>
15. Hanover Energy Company	330334380	<input checked="" type="checkbox"/>
16. Chickahominy River Energy Corp.	133469941	<input checked="" type="checkbox"/>
17. NRG Kaufman LLC	32003035527	<input type="checkbox"/>
18. NRG Cadillac Inc.	411880434	<input checked="" type="checkbox"/>
19. San Joaquin Valley Energy I, Inc.	770314978	<input checked="" type="checkbox"/>
20. San Joaquin Valley Energy IV, Inc.	770314979	<input checked="" type="checkbox"/>
21. NRG Energy Jackson Valley I, Inc.	680249171	<input checked="" type="checkbox"/>

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3-7-17

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TX2016 05-165  
Ver. 7.0 (Rev.9-11/3)

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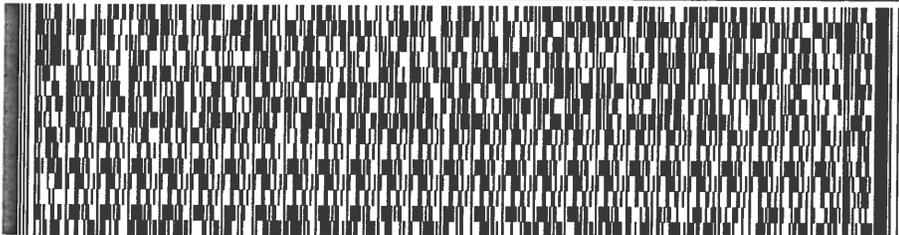
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Energy Jackson Valley II, Inc.	680249172	<input checked="" type="checkbox"/>
2. O'Brien Cogeneration, Inc. II	232414656	<input checked="" type="checkbox"/>
3. NRG PacGen Inc.	411889830	<input checked="" type="checkbox"/>
4. Pacific Generation Company	930886652	<input checked="" type="checkbox"/>
5. Pacific Crockett Holdings, Inc.	931050641	<input checked="" type="checkbox"/>
6. Camas Power Boiler, Inc.	931025544	<input checked="" type="checkbox"/>
7. Energy National, Inc.	870413354	<input checked="" type="checkbox"/>
8. Esoco, Inc.	870463636	<input checked="" type="checkbox"/>
9. Esoco Molokai, Inc.	931022167	<input checked="" type="checkbox"/>
10. Enifund, Inc.	870459854	<input checked="" type="checkbox"/>
11. ONSITE Energy, Inc.	930910742	<input checked="" type="checkbox"/>
12. Pacific-Mt. Poso Corporation	930970468	<input checked="" type="checkbox"/>
13. NRG Brazos Valley GP LLC	14120076659	<input checked="" type="checkbox"/>
14. Mirant Wrightsville Management, Inc.	582565102	<input checked="" type="checkbox"/>
15. Mirant Wrightsville Investments, Inc.	32046820398	<input type="checkbox"/>
16. NEO Power Services Inc.	233043507	<input checked="" type="checkbox"/>
17. NRG Texas Holding Inc.	264775586	<input checked="" type="checkbox"/>
18. Texas Genco Financing Corp.	270110393	<input checked="" type="checkbox"/>
19. NRG Arthur Kill Operations Inc.	411939116	<input checked="" type="checkbox"/>
20. NRG Astoria Gas Turbine Operations Inc.	411939115	<input checked="" type="checkbox"/>
21. NRG Dunkirk Operations Inc.	411939114	<input checked="" type="checkbox"/>

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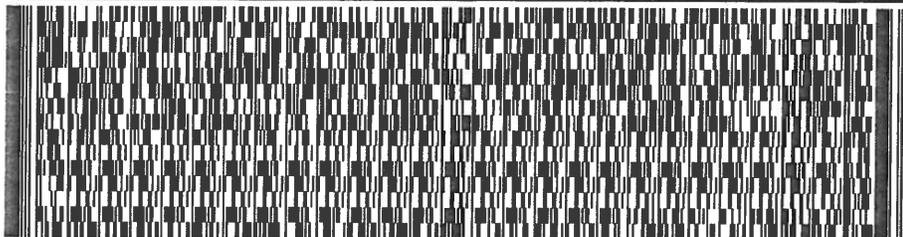
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Huntley Operations Inc.	411939118	<input checked="" type="checkbox"/>
2. NRG Oswego Harbor Power Operations Inc	411939117	<input checked="" type="checkbox"/>
3. NRG Devon Operations Inc.	411950239	<input checked="" type="checkbox"/>
4. NRG Middletown Operations Inc.	411950236	<input checked="" type="checkbox"/>
5. NRG Montville Operations Inc.	411950237	<input checked="" type="checkbox"/>
6. NRG Norwalk Harbor Operations Inc.	411950238	<input checked="" type="checkbox"/>
7. Somerset Operations Inc.	411923722	<input checked="" type="checkbox"/>
8. Indian River Operations Inc.	411973349	<input checked="" type="checkbox"/>
9. Vienna Operations Inc.	411973351	<input checked="" type="checkbox"/>
10. NRG Cabrillo Power Operations Inc.	411938132	<input checked="" type="checkbox"/>
11. NRG Cadillac Operations Inc.	411910726	<input checked="" type="checkbox"/>
12. NRG South Central Operations Inc.	412002463	<input checked="" type="checkbox"/>
13. NRG North Central Operations Inc.	412004025	<input checked="" type="checkbox"/>
14. NRG Affiliate Services Inc.	411960764	<input checked="" type="checkbox"/>
15. NRG Northeast Affiliate Services Inc.	411940300	<input checked="" type="checkbox"/>
16. NRG Connecticut Affiliate Services Inc.	411952333	<input checked="" type="checkbox"/>
17. NRG South Central Affiliate Services Inc.	32007750378	<input type="checkbox"/>
18. NRG MidAtlantic Affiliate Services Inc.	411996587	<input checked="" type="checkbox"/>
19. NRG Asia-Pacific, Ltd.	980138856	<input checked="" type="checkbox"/>
20. NRG International II Inc.	411893527	<input checked="" type="checkbox"/>
21. BioNRG Tonawanda Inc.	261598083	<input checked="" type="checkbox"/>

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Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Texas Franchise Tax Extension Affiliate List

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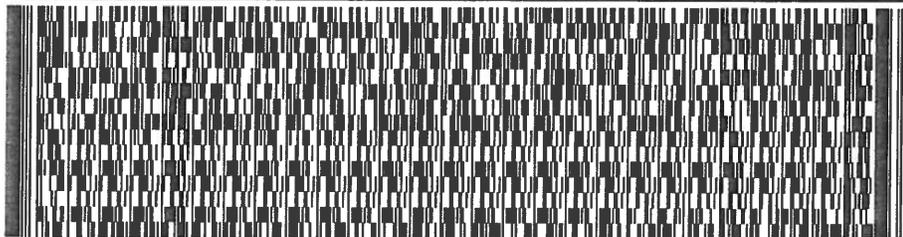
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Energy Services International Inc.	611721905	<input checked="" type="checkbox"/>
2. Tacoma Energy Recovery Company	411963106	<input checked="" type="checkbox"/>
3. NRG Yield, Inc.	461777204	<input checked="" type="checkbox"/>
4. NRG Energy Center Omaha LLC	470690714	<input checked="" type="checkbox"/>
5. Nuclear Innovation North America LLC	32036613126	<input type="checkbox"/>
6. AC Solar Holdings LLC	452825074	<input checked="" type="checkbox"/>
7. NRG Yield LLC	320407370	<input checked="" type="checkbox"/>
8. NRG Solar CVSR Holdings LLC	453058505	<input checked="" type="checkbox"/>
9. Ivanpah Master Holdings, LLC	451827140	<input checked="" type="checkbox"/>
10. NRG Residential Solar Solutions Leasing II LLC	32049003182	<input type="checkbox"/>
11. NRG EV Services LLC	12736321576	<input type="checkbox"/>
12. PFMG 2011 Finance Holdco, LLC	900766162	<input checked="" type="checkbox"/>
13. Astoria Gas Turbine Power LLC	411937470	<input checked="" type="checkbox"/>
14. Huntley Power LLC	411937468	<input checked="" type="checkbox"/>
15. Dunkirk Power LLC	411937466	<input checked="" type="checkbox"/>
16. Oswego Harbor Power LLC	411937465	<input checked="" type="checkbox"/>
17. Connecticut Jet Power LLC	411949386	<input checked="" type="checkbox"/>
18. Devon Power LLC	411949385	<input checked="" type="checkbox"/>
19. Norwalk Power LLC	411949381	<input checked="" type="checkbox"/>
20. Montville Power LLC	411949383	<input checked="" type="checkbox"/>
21. Somerset Power LLC	411924606	<input checked="" type="checkbox"/>

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3-7-17

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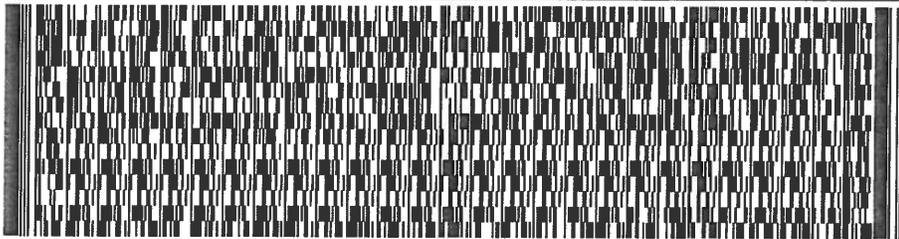
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Huntley IGCC LLC	205080480	<input checked="" type="checkbox"/>
2. Arthur Kill Power LLC	411937469	<input checked="" type="checkbox"/>
3. Middletown Power LLC	411949384	<input checked="" type="checkbox"/>
4. NRG South Central Generating LLC	411963217	<input checked="" type="checkbox"/>
5. Louisiana Generating LLC	14118704981	<input checked="" type="checkbox"/>
6. NRG New Roads Holdings LLC	411968966	<input checked="" type="checkbox"/>
7. NRG Sterlington Power LLC	32001166720	<input type="checkbox"/>
8. Big Cajun I Peaking Power LLC	411984052	<input checked="" type="checkbox"/>
9. Big Cajun II Unit 4 LLC	412018822	<input checked="" type="checkbox"/>
10. NRG Bayou Cove LLC	412016940	<input checked="" type="checkbox"/>
11. Bayou Cove Peaking Power, LLC	364498942	<input checked="" type="checkbox"/>
12. Cottonwood Development LLC	522220177	<input checked="" type="checkbox"/>
13. Cottonwood Generating Partners II LLC	522236732	<input checked="" type="checkbox"/>
14. Cottonwood Generating Partners I LLC	17606356008	<input type="checkbox"/>
15. Cottonwood Generating Partners III LLC	522236738	<input checked="" type="checkbox"/>
16. Cottonwood Energy Company LP	17606356214	<input type="checkbox"/>
17. Cottonwood Technology Partners LP	32036093725	<input type="checkbox"/>
18. Indian River Power LLC	411973747	<input checked="" type="checkbox"/>
19. Vienna Power LLC	411973745	<input checked="" type="checkbox"/>
20. Keystone Power LLC	411973744	<input checked="" type="checkbox"/>
21. Conemaugh Power LLC	411973743	<input checked="" type="checkbox"/>

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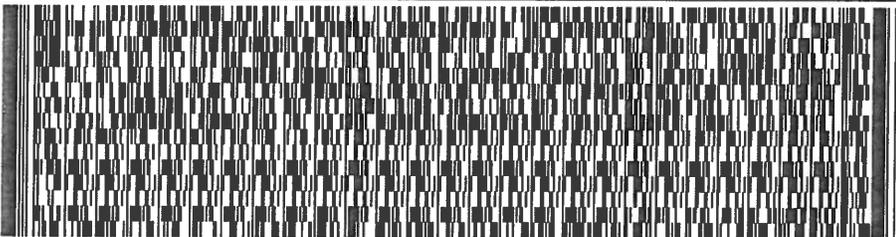
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Rockford Acquisition LLC	412011003	<input checked="" type="checkbox"/>
2. NRG Ilion LP LLC	412016939	<input checked="" type="checkbox"/>
3. NRG Rockford II LLC	364397489	<input checked="" type="checkbox"/>
4. NRG Rockford Equipment II LLC	364397486	<input checked="" type="checkbox"/>
5. NRG Bourbonnais LLC	364350845	<input checked="" type="checkbox"/>
6. NRG Bourbonnais Equipment LLC	412022362	<input checked="" type="checkbox"/>
7. NRG Ilion Limited Partnership	363783670	<input checked="" type="checkbox"/>
8. NRG Rockford LLC	364344520	<input checked="" type="checkbox"/>
9. NRG Rockford Equipment LLC	364345222	<input checked="" type="checkbox"/>
10. Long Beach Peakers LLC	208427305	<input checked="" type="checkbox"/>
11. El Segundo Power II LLC	760663675	<input checked="" type="checkbox"/>
12. NRG West Coast LLC	411942517	<input checked="" type="checkbox"/>
13. WCP (Generation) Holdings LLC	742922374	<input checked="" type="checkbox"/>
14. Saquaro Power LLC	412013654	<input checked="" type="checkbox"/>
15. Eastern Sierra Energy Company LLC	330299028	<input checked="" type="checkbox"/>
16. Long Beach Generation LLC	411899713	<input checked="" type="checkbox"/>
17. West Coast Power LLC	364301246	<input checked="" type="checkbox"/>
18. Cabrillo Power I LLC	760595964	<input checked="" type="checkbox"/>
19. Cabrillo Power II LLC	760595963	<input checked="" type="checkbox"/>
20. El Segundo Power, LLC	411893999	<input checked="" type="checkbox"/>
21. NRG Audrain Holding LLC	412008837	<input checked="" type="checkbox"/>

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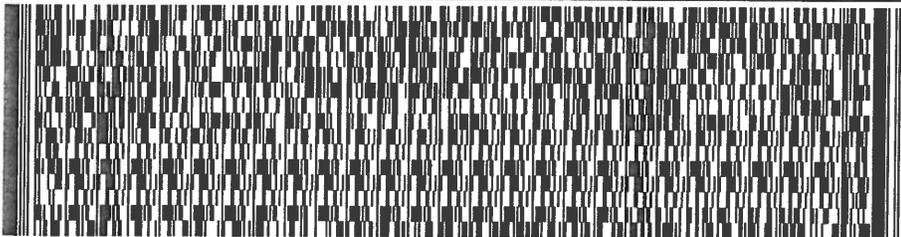
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Audrain Generating LLC	562165136	<input checked="" type="checkbox"/>
2. Commonwealth Atlantic Power LLC	412013264	<input checked="" type="checkbox"/>
3. James River Power LLC	412013263	<input checked="" type="checkbox"/>
4. NRG Mesquite LLC	742982421	<input checked="" type="checkbox"/>
5. NRG Rocky Road LLC	411959448	<input checked="" type="checkbox"/>
6. Berrians I Gas Turbine Power LLC	412008755	<input checked="" type="checkbox"/>
7. Meriden Gas Turbines LLC	411991989	<input checked="" type="checkbox"/>
8. NRG Ohio Pipeline Company LLC	464027060	<input checked="" type="checkbox"/>
9. NRG Pennsylvania Pipeline Company LLC	464001769	<input checked="" type="checkbox"/>
10. NRG Chalk Point CT LLC	463885430	<input checked="" type="checkbox"/>
11. NRG Energy Services LLC	14119787258	<input type="checkbox"/>
12. NRG Texas LLC	12015043552	<input type="checkbox"/>
13. GCP Funding Company, LLC	020732615	<input checked="" type="checkbox"/>
14. Texas Genco Operating Services LLC	32016316500	<input type="checkbox"/>
15. New Genco GP, LLC	10207326116	<input type="checkbox"/>
16. NRG Texas Retail LLC	12611098018	<input type="checkbox"/>
17. NRG Texas Power LLC	32033232003	<input type="checkbox"/>
18. Texas Genco Services, LP	32035693350	<input type="checkbox"/>
19. NRG Texas Gregory LLC	32050519043	<input type="checkbox"/>
20. Gregory Power Partners, LLC	15419106305	<input type="checkbox"/>
21. NRG GTL Holdings LLC	611733419	<input checked="" type="checkbox"/>

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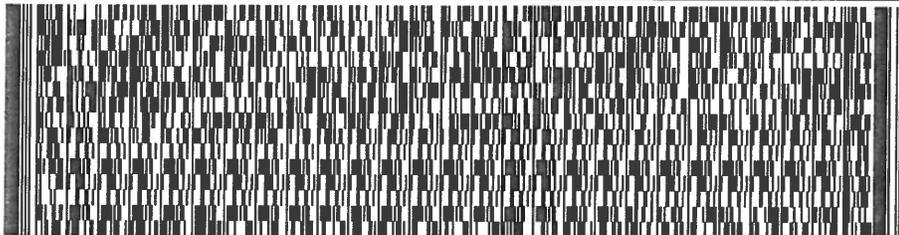
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Maintenance Services LLC	12080881654	<input type="checkbox"/>
2. NRG Homer City Services LLC	300749587	<input checked="" type="checkbox"/>
3. Energy Alternatives Wholesale, LLC	455420194	<input checked="" type="checkbox"/>
4. NRG Reliability Solutions LLC	14554114166	<input type="checkbox"/>
5. NRG Retail LLC	32039000388	<input type="checkbox"/>
6. RERH Holdings, LLC	12052222275	<input type="checkbox"/>
7. Reliant Energy Retail Holdings, LLC	17606555807	<input type="checkbox"/>
8. Reliant Energy Power Supply, LLC	32019743213	<input type="checkbox"/>
9. Reliant Energy Retail Services, LLC	17606555674	<input type="checkbox"/>
10. RE Retail Receivables, LLC	14120465969	<input type="checkbox"/>
11. Reliant Energy Northeast LLC	320314140	<input checked="" type="checkbox"/>
12. NRG Texas C&I Supply LLC	32039199156	<input type="checkbox"/>
13. NRG Curtailment Solutions Holdings LLC	463377471	<input checked="" type="checkbox"/>
14. Everything Energy LLC	32038143379	<input type="checkbox"/>
15. US Retailers LLC	32038152024	<input type="checkbox"/>
16. NRG Security LLC	32047396281	<input type="checkbox"/>
17. NRG Renter's Protection LLC	32047396174	<input type="checkbox"/>
18. NRG Home Solutions Product LLC	32047395713	<input type="checkbox"/>
19. NRG Warranty Services LLC	32047396364	<input type="checkbox"/>
20. NRG Dispatch Services LLC	32047395994	<input type="checkbox"/>
21. NRG Portable Power LLC	32047396455	<input type="checkbox"/>

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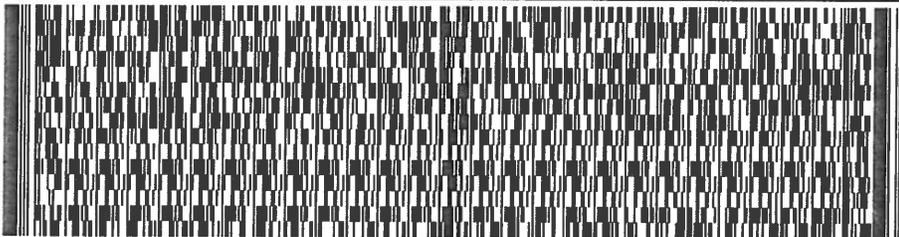
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Identity Protect LLC	■ 32047396117	■ <input type="checkbox"/>
2. NRG Home & Business Solutions LLC	■ 32047395721	■ <input type="checkbox"/>
3. Allied Warranty LLC	■ 32035521296	■ <input type="checkbox"/>
4. Allied Home Warranty GP LLC	■ 32049740031	■ <input type="checkbox"/>
5. NRG Home Solutions LLC	■ 32050125171	■ <input type="checkbox"/>
6. NRG Connected Home LLC	■ 32054428647	■ <input type="checkbox"/>
7. NRG CleanTech Investments LLC	■ 274204223	■ <input checked="" type="checkbox"/>
8. Energy Plus Holdings LLC	■ 17432163909	■ <input type="checkbox"/>
9. Independence Energy Group LLC	■ 274408520	■ <input checked="" type="checkbox"/>
10. Energy Plus Natural Gas LLC	■ 273309340	■ <input checked="" type="checkbox"/>
11. Independence Energy Alliance LLC	■ 14511393697	■ <input checked="" type="checkbox"/>
12. Independence Energy Natural Gas LLC	■ 352433954	■ <input checked="" type="checkbox"/>
13. NRG Power Marketing LLC	■ 32038099647	■ <input type="checkbox"/>
14. NRG Trading Advisors LLC	■ 471981788	■ <input checked="" type="checkbox"/>
15. NRG Capital II LLC	■ 680500326	■ <input checked="" type="checkbox"/>
16. NRG Peaker Finance Company LLC	■ 470861187	■ <input checked="" type="checkbox"/>
17. NRG ComLease LLC	■ 411985255	■ <input checked="" type="checkbox"/>
18. NRG Common Stock Finance I LLC	■ 205303763	■ <input checked="" type="checkbox"/>
19. NRG Common Stock Finance II LLC	■ 205303766	■ <input checked="" type="checkbox"/>
20. NRG Construction LLC	■ 12604961594	■ <input type="checkbox"/>
21. NRG Gas Development Company, LLC	■ 260600917	■ <input checked="" type="checkbox"/>

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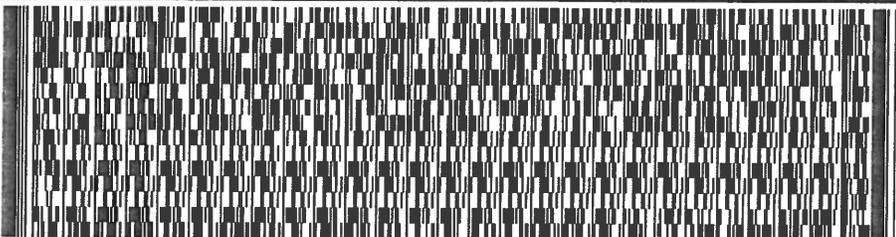
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Wind Development Company, LLC	■ 260600506	■ <input checked="" type="checkbox"/>
2. NRG Repowering Holdings LLC	■ 261597964	■ <input checked="" type="checkbox"/>
3. NRG Energy Services Group LLC	■ 32043031072	■ <input type="checkbox"/>
4. NRG Energy Labor Services LLC	■ 32043926073	■ <input type="checkbox"/>
5. NRG Cedar Bayou Development Company, LLC	■ 12606010184	■ <input type="checkbox"/>
6. Carlsbad Energy Center LLC	■ 260731286	■ <input checked="" type="checkbox"/>
7. NRG Connecticut Peaking Development LLC	■ 261892200	■ <input checked="" type="checkbox"/>
8. NRG Renew LLC	■ 264322315	■ <input checked="" type="checkbox"/>
9. NRG Bluewater Holdings LLC	■ 271204315	■ <input checked="" type="checkbox"/>
10. NRG Sherbino LLC	■ 260720440	■ <input checked="" type="checkbox"/>
11. NRG Thermal Solar LLC	■ 264322407	■ <input checked="" type="checkbox"/>
12. NRG Solar PV LLC	■ 271090637	■ <input checked="" type="checkbox"/>
13. Bluewater Wind Delaware LLC	■ 205760002	■ <input checked="" type="checkbox"/>
14. Bluewater Wind New Jersey Energy LLC	■ 271436369	■ <input checked="" type="checkbox"/>
15. NRG Solar Ventures LLC	■ 383898121	■ <input checked="" type="checkbox"/>
16. NRG Gaskell LLC	■ 264322598	■ <input checked="" type="checkbox"/>
17. NRG NM Suntower LLC	■ 264322654	■ <input checked="" type="checkbox"/>
18. Alta Vista Suntower, LLC	■ 262374411	■ <input checked="" type="checkbox"/>
19. NRG Solar Blythe II LLC	■ 272869041	■ <input checked="" type="checkbox"/>
20. NRG Solar Blythe III LLC	■ 272869138	■ <input checked="" type="checkbox"/>
21. NRG Solar Borrego II LLC	■ 262535108	■ <input checked="" type="checkbox"/>

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TX2016 05-165  
Ver. 7.0 (Rev.9-11/3)

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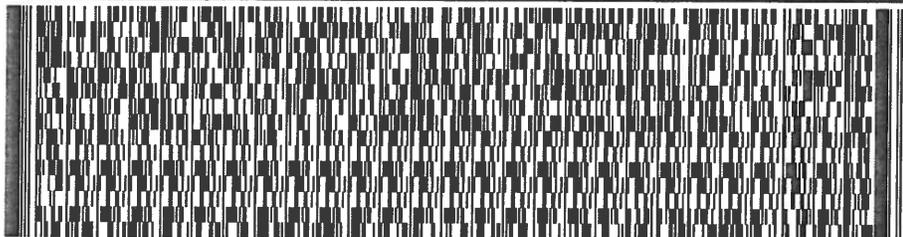
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Solar Desert Center LLC	263268866	<input checked="" type="checkbox"/>
2. NRG Solar Hyder I LLC	263268776	<input checked="" type="checkbox"/>
3. USSV Land Company LLC	272822986	<input checked="" type="checkbox"/>
4. NRG Residential Solar Solutions LLC	32043515280	<input type="checkbox"/>
5. NRG SunCap Leasing I LLC	32043515272	<input type="checkbox"/>
6. Lot 59, LLC	452693313	<input checked="" type="checkbox"/>
7. NRG Fuel Cell CA1 LLC	320439370	<input checked="" type="checkbox"/>
8. El Segundo Energy Center II LLC	452043165	<input checked="" type="checkbox"/>
9. NRG Limestone 3, LLC	32034721079	<input type="checkbox"/>
10. Petra Nova Holdings LLC	32047317139	<input type="checkbox"/>
11. NRG Carbon 360 LLC	32055432457	<input type="checkbox"/>
12. NRG SimplySmart Solutions LLC	32043299307	<input type="checkbox"/>
13. NRG Solar Sunrise LLC	450697696	<input checked="" type="checkbox"/>
14. NRG Solar Ivanpah LLC	450979625	<input checked="" type="checkbox"/>
15. NRG Solar Asset Management LLC	450697857	<input checked="" type="checkbox"/>
16. NRG Solar SC Stadium LLC	32058303127	<input type="checkbox"/>
17. NRG Solar Las Vegas MB 1 LLC	300799127	<input checked="" type="checkbox"/>
18. NRG Solar Star LLC	383917807	<input checked="" type="checkbox"/>
19. NRG Solar Oasis LLC	320403726	<input checked="" type="checkbox"/>
20. NRG Energy Efficiency-P LLC	352511047	<input checked="" type="checkbox"/>
21. NRG Energy Efficiency-L LLC	383935079	<input checked="" type="checkbox"/>

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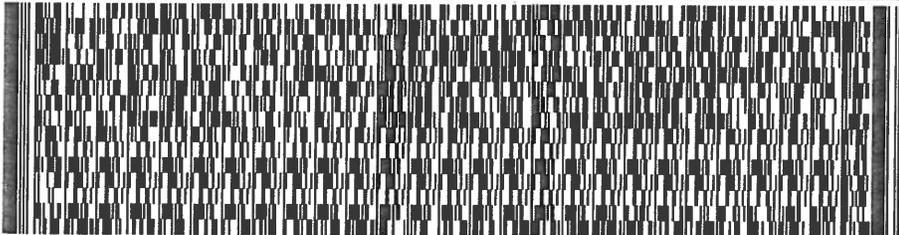
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Solar Arrowhead LLC	452453731	<input checked="" type="checkbox"/>
2. NRG Solar Ring LLC	453173563	<input checked="" type="checkbox"/>
3. Portfolio Solar I, LLC	990368396	<input checked="" type="checkbox"/>
4. NRG Energy Center Oxnard LLC	383916528	<input checked="" type="checkbox"/>
5. NRG Solar Tabernacle LLC	452560938	<input checked="" type="checkbox"/>
6. NRG Solar Iguana LLC	364737827	<input checked="" type="checkbox"/>
7. Roof Diagnostics Solar Holdings LLC	463691971	<input checked="" type="checkbox"/>
8. RDI Consulting, LLC	611670212	<input checked="" type="checkbox"/>
9. Restoration Design LLC	461362655	<input checked="" type="checkbox"/>
10. Roof Diagnostics Solar and Electric LLC	32053517986	<input type="checkbox"/>
11. Roof Diagnostics Solar of Mass., LLC	453243482	<input checked="" type="checkbox"/>
12. NRG Solar Apple II LLC	383877550	<input checked="" type="checkbox"/>
13. NRG Energy Center Eagles LLC	371653521	<input checked="" type="checkbox"/>
14. NRG Independence Solar LLC	320358667	<input checked="" type="checkbox"/>
15. NRG Solar Sunora LLC	320356868	<input checked="" type="checkbox"/>
16. NRG Solar Caribe LLC	320364362	<input checked="" type="checkbox"/>
17. NRG Solar Pacific LLC	383868575	<input checked="" type="checkbox"/>
18. NRG Solar DG LLC	364727975	<input checked="" type="checkbox"/>
19. Seawall Solar Holdings LLC	800832646	<input checked="" type="checkbox"/>
20. Solar Flagstaff One LLC	364737965	<input checked="" type="checkbox"/>
21. NRG Solar Gecko LLC	300792298	<input checked="" type="checkbox"/>

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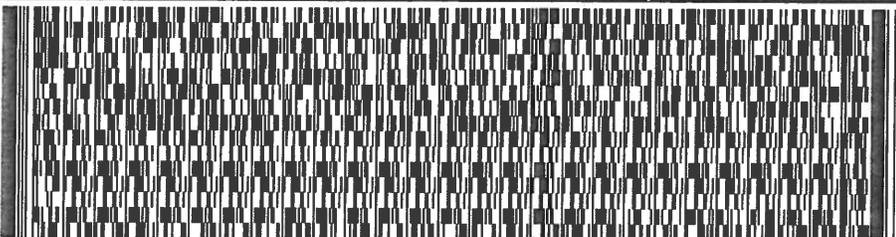
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1. NRG Solar Community Holdco LLC	300767011	<input checked="" type="checkbox"/>
2. NRG Solar Community 1 LLC	454703913	<input checked="" type="checkbox"/>
3. NRG Solar Guam LLC	371734769	<input checked="" type="checkbox"/>
4. NRG Solar Dandan LLC	660795341	<input checked="" type="checkbox"/>
5. Spanish Town Estate Solar 1 LLC	383926345	<input checked="" type="checkbox"/>
6. NRG Renew SAN LLC	383937348	<input checked="" type="checkbox"/>
7. NRG Renew SCC LLC	383937136	<input checked="" type="checkbox"/>
8. NRG Renew KP LLC	371767230	<input checked="" type="checkbox"/>
9. OCI Solar Lakeside LLC	471823064	<input checked="" type="checkbox"/>
10. NRG International LLC	411744096	<input checked="" type="checkbox"/>
11. Elbow Creek Wind Project LLC	32025177489	<input type="checkbox"/>
12. Natural Gas Repowering LLC	275174427	<input checked="" type="checkbox"/>
13. El Segundo Energy Center LLC	262075294	<input checked="" type="checkbox"/>
14. NRG West Holdings LLC	263042402	<input checked="" type="checkbox"/>
15. NRG Solar Mayfair LLC	352474723	<input checked="" type="checkbox"/>
16. TA - High Desert, LLC	270532928	<input checked="" type="checkbox"/>
17. NRG Solar Kansas South Holdings LLC	383912792	<input checked="" type="checkbox"/>
18. NRG Solar Kansas South LLC	272765582	<input checked="" type="checkbox"/>
19. Arthur Kill Gas Turbines LLC	261520660	<input checked="" type="checkbox"/>
20. Carbon Management Solutions LLC	32041556427	<input type="checkbox"/>
21. Clean Edge Energy LLC	32041568893	<input type="checkbox"/>

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Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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3-7-17

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Ver. 7.0 (Rev.9-11/3)

Texas Franchise Tax Extension Affiliate List

Tcode 13298

Reporting entity taxpayer number

Report year

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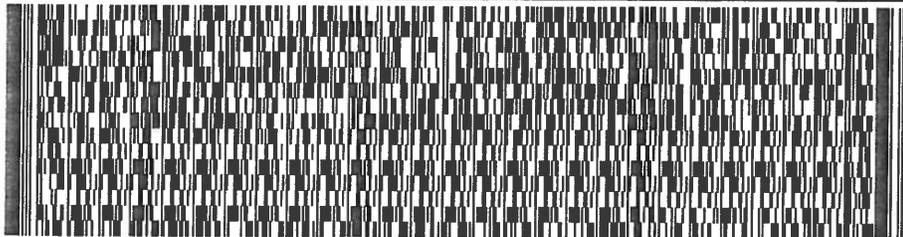
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Desert View SunTower, LLC	262397883	<input checked="" type="checkbox"/>
2. Fairmont SunTower, LLC	262398612	<input checked="" type="checkbox"/>
3. Gregory Partners, LLC	15103821102	<input type="checkbox"/>
4. NRG Artesian Energy LLC	32041568984	<input type="checkbox"/>
5. NRG Astoria Power LLC	262463416	<input checked="" type="checkbox"/>
6. NRG Brazoria Energy LLC	32055887643	<input type="checkbox"/>
7. NRG Business Solutions LLC	455124984	<input checked="" type="checkbox"/>
8. NRG Distributed Generation PR LLC	300834381	<input checked="" type="checkbox"/>
9. NRG Energy Center Corpus Christi LLC	32051981341	<input type="checkbox"/>
10. NRG Potrero Development LLC	463893692	<input checked="" type="checkbox"/>
11. NRG Retail Northeast LLC	464014866	<input checked="" type="checkbox"/>
12. NRG Solar Alpine II LLC	300751075	<input checked="" type="checkbox"/>
13. NRG Solar Blythe IV LLC	462103781	<input checked="" type="checkbox"/>
14. NRG Solar Blythe V LLC	462123339	<input checked="" type="checkbox"/>
15. NRG Solar Desert Center II LLC	453165965	<input checked="" type="checkbox"/>
16. NRG Solar Gaskell LLC	611728239	<input checked="" type="checkbox"/>
17. NRG Solar SBV LLC	352447491	<input checked="" type="checkbox"/>
18. NRG Switchyard Energy LLC	273982835	<input checked="" type="checkbox"/>
19. SES Operations, LLC	352518686	<input checked="" type="checkbox"/>
20. Solar Pacific LLC	455634693	<input checked="" type="checkbox"/>
21. Sunora Energy CA LLC	461596355	<input checked="" type="checkbox"/>

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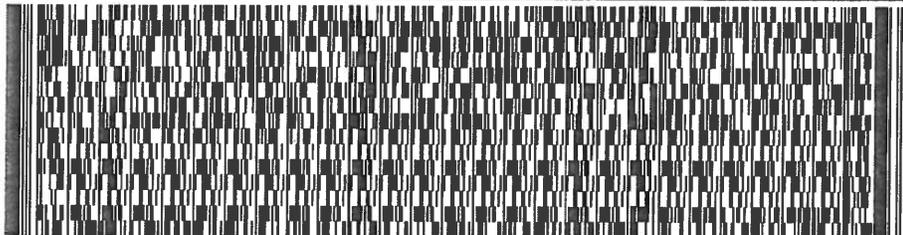
NRG Energy, Inc. and Subsidiaries

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Sunora Energy Construction Holdings LLC	453725506	<input checked="" type="checkbox"/>
2. Sunora Energy PR LLC	461611858	<input checked="" type="checkbox"/>
3. Sunora Energy Solutions Holdings LLC	453725407	<input checked="" type="checkbox"/>
4. Sunora Energy Solutions I LLC	383855377	<input checked="" type="checkbox"/>
5. Sunora Energy Solutions Limited Partnership	453725604	<input checked="" type="checkbox"/>
6. Sunora PA Construction Services LLC	454966092	<input checked="" type="checkbox"/>
7. Texas Genco GP, LLC	32004079268	<input type="checkbox"/>
8. Texas Genco LP, LLC	13003816975	<input checked="" type="checkbox"/>
9. NRG South Texas LP	13000836687	<input type="checkbox"/>
10. SPP AMCo, LLC	263504980	<input checked="" type="checkbox"/>
11. SPP OpCo, LLC	261349556	<input checked="" type="checkbox"/>
12. SPP Asset Holdings, LLC	263573602	<input checked="" type="checkbox"/>
13. NRG Solar DOD 1 LLC	274473192	<input checked="" type="checkbox"/>
14. SPP DU DevCo, LLC	274519260	<input checked="" type="checkbox"/>
15. SPP Fund II Holdings, LLC	263908392	<input checked="" type="checkbox"/>
16. SPP Fund II Mgmt, LLC	263509692	<input checked="" type="checkbox"/>
17. SPP Fund II Master Tenant, LLC	263509662	<input checked="" type="checkbox"/>
18. SPP III Fundings, LLC	272310951	<input checked="" type="checkbox"/>
19. SPP Fund III Holdings, LLC	271611817	<input checked="" type="checkbox"/>
20. SPP Fund III Mgmt, LLC	271098307	<input checked="" type="checkbox"/>
21. Midwest Generation EME, LLC	330861760	<input checked="" type="checkbox"/>

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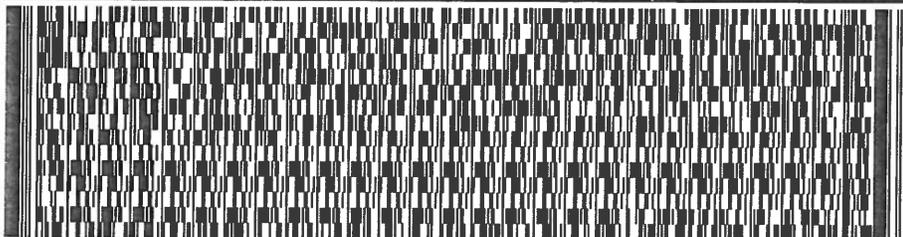
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Midwest Holdings LLC	330866553	<input checked="" type="checkbox"/>
2. Midwest Generation, LLC	330868558	<input checked="" type="checkbox"/>
3. Midwest Finance Company, LLC	201139350	<input checked="" type="checkbox"/>
4. Midwest Generation Procurement Services, LLC	593802634	<input checked="" type="checkbox"/>
5. Midwest Peaker Holdings, LLC	330915282	<input checked="" type="checkbox"/>
6. Mission Midwest Coal, LLC	464815383	<input checked="" type="checkbox"/>
7. Midwest Generation Holdings I, LLC	464622570	<input checked="" type="checkbox"/>
8. Midwest Generation Holdings Limited	464687145	<input checked="" type="checkbox"/>
9. Midwest Generation Holdings II, LLC	465070757	<input checked="" type="checkbox"/>
10. Mission Kern River Holdings, LLC	461375693	<input checked="" type="checkbox"/>
11. Southern Sierra Energy, LLC	953876754	<input checked="" type="checkbox"/>
12. Mission Sycamore Holdings, LLC	461395731	<input checked="" type="checkbox"/>
13. Western Sierra Energy, LLC	953971447	<input checked="" type="checkbox"/>
14. Silverado Energy, LLC	330299026	<input checked="" type="checkbox"/>
15. Del Mar Energy, LLC	330263117	<input checked="" type="checkbox"/>
16. Anacapa Energy, LLC	330299029	<input checked="" type="checkbox"/>
17. Viejo Energy, LLC	330299027	<input checked="" type="checkbox"/>
18. RRI Energy Solutions East, LLC	14604719782	<input type="checkbox"/>
19. RRI Energy Services, LLC	17211830553	<input type="checkbox"/>
20. NRG Florida LP	17429317112	<input type="checkbox"/>
21. RRI Energy Services Desert Basin, LLC	17606259913	<input type="checkbox"/>

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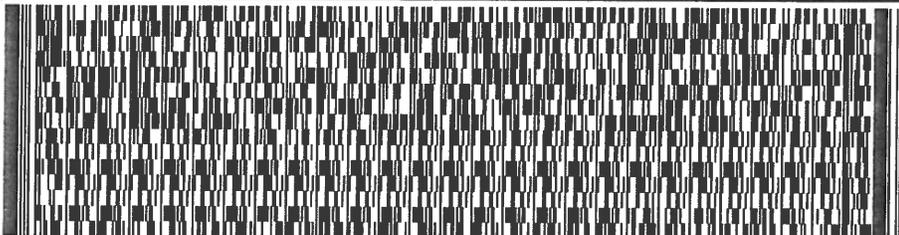
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. GenOn Energy Services, LLC	15623682208	<input type="checkbox"/>
2. NRG Power Midwest LP	15222014985	<input type="checkbox"/>
3. Orion Power New York LP, LLC	15221249764	<input checked="" type="checkbox"/>
4. RRI Energy Services Channelview LLC	17606156200	<input type="checkbox"/>
5. GenOn Asset Management, LLC	14604719667	<input type="checkbox"/>
6. NRG Wholesale Generation LP	12012539479	<input type="checkbox"/>
7. NRG Power Generation LLC	32043481897	<input type="checkbox"/>
8. NRG Florida GP, LLC	274426639	<input checked="" type="checkbox"/>
9. NRG California South GP LLC	32046832518	<input type="checkbox"/>
10. NRG California South LP	32043599805	<input checked="" type="checkbox"/>
11. NRG Power Midwest GP LLC	274426833	<input checked="" type="checkbox"/>
12. NRG Wholesale Generation GP LLC	274426495	<input checked="" type="checkbox"/>
13. NRG Power Generation Assets LLC	32043513442	<input type="checkbox"/>
14. GenOn Americas Generation, LLC	510390520	<input checked="" type="checkbox"/>
15. GenOn Energy Management, LLC	15223211630	<input type="checkbox"/>
16. NRG Tank Farm LLC	261805302	<input checked="" type="checkbox"/>
17. NRG New York LLC	260870144	<input checked="" type="checkbox"/>
18. NRG Bowline LLC	582439347	<input checked="" type="checkbox"/>
19. NRG Lovett LLC	582439345	<input checked="" type="checkbox"/>
20. NRG Canal LLC	582415569	<input checked="" type="checkbox"/>
21. GenOn Mid-Atlantic, LLC	582574140	<input checked="" type="checkbox"/>

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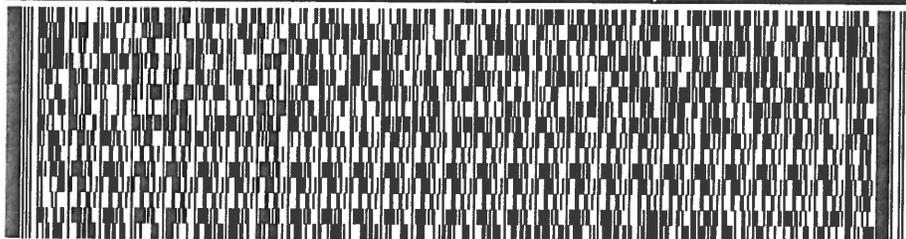
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Chalk Point LLC	582574146	<input checked="" type="checkbox"/>
2. NRG Piney Point LLC	582574141	<input checked="" type="checkbox"/>
3. NRG MD Ash Management LLC	582574143	<input checked="" type="checkbox"/>
4. NRG Potomac River LLC	582574145	<input checked="" type="checkbox"/>
5. GenOn Mid-Atlantic Development, LLC	15826194589	<input type="checkbox"/>
6. NRG Gibbons Road LLC	271411216	<input checked="" type="checkbox"/>
7. NRG North America LLC	204514609	<input checked="" type="checkbox"/>
8. NRG California North LLC	582439965	<input checked="" type="checkbox"/>
9. NRG Delta LLC	582441669	<input checked="" type="checkbox"/>
10. NRG Potrero LLC	15824416711	<input type="checkbox"/>
11. Mirant Power Purchase, LLC	19000087478	<input type="checkbox"/>
12. NRG Willow Pass LLC	262791987	<input checked="" type="checkbox"/>
13. NRG Lovett Development I LLC	352486327	<input checked="" type="checkbox"/>
14. MC Asset Recovery, LLC	263398636	<input checked="" type="checkbox"/>
15. Mirant Asia-Pacific Ventures, LLC	582271770	<input checked="" type="checkbox"/>
16. NRG REMA LLC	15221548470	<input type="checkbox"/>
17. GenOn Key/Con Fuels, LLC	17606641896	<input type="checkbox"/>
18. NRG Clearfield Pipeline Company LLC	471126334	<input checked="" type="checkbox"/>
19. GenOn Fund 2001 LLC	223850936	<input checked="" type="checkbox"/>
20. NEO Chester-Gen LLC	411980236	<input checked="" type="checkbox"/>
21. NEO Freehold-Gen LLC	411980237	<input checked="" type="checkbox"/>

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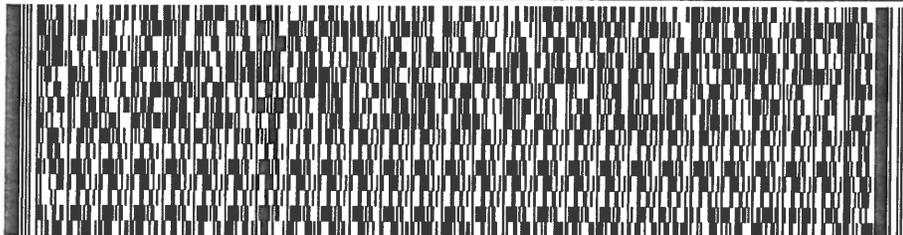
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. 3279405 Nova Scotia Company	000000001	<input checked="" type="checkbox"/>
2. NRG California Peaker Operations LLC	200088453	<input checked="" type="checkbox"/>
3. Statoil Energy Power Pennsylvania, Inc.	232669588	<input checked="" type="checkbox"/>
4. Montville IGCC LLC	205080863	<input checked="" type="checkbox"/>
5. NRG Transmission Holdings LLC	205080561	<input checked="" type="checkbox"/>
6. Long Beach Power LLC	208355015	<input checked="" type="checkbox"/>
7. NRG Thermal LLC	411956605	<input checked="" type="checkbox"/>
8. NRG Energy Center Minneapolis LLC	411957382	<input checked="" type="checkbox"/>
9. NRG Energy Center San Diego LLC	411957379	<input checked="" type="checkbox"/>
10. NRG Energy Center San Francisco LLC	341685955	<input checked="" type="checkbox"/>
11. NRG Energy Center Pittsburgh LLC	411957384	<input checked="" type="checkbox"/>
12. NRG Energy Center Harrisburg LLC	411972448	<input checked="" type="checkbox"/>
13. NRG Energy Center Paxton LLC	411972450	<input checked="" type="checkbox"/>
14. NRG Energy Center Dover LLC	411980179	<input checked="" type="checkbox"/>
15. NRG Energy Center Smyrna LLC	260035999	<input checked="" type="checkbox"/>
16. NRG Harrisburg Cooling LLC	208354920	<input checked="" type="checkbox"/>
17. NRG Energy Center HCEC LLC	271018839	<input checked="" type="checkbox"/>
18. NRG Energy Center Princeton LLC	271345963	<input checked="" type="checkbox"/>
19. NRG Electricity Sales Princeton LLC	271345886	<input checked="" type="checkbox"/>
20. NRG Energy Center Phoenix LLC	860978745	<input checked="" type="checkbox"/>
21. NRG Energy Center Tucson LLC	800009093	<input checked="" type="checkbox"/>

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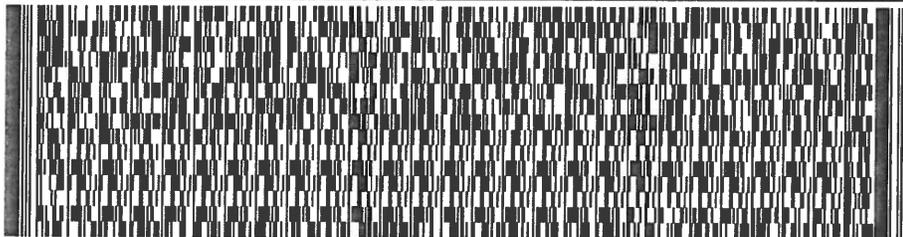
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Retail IT Trust	276083176	<input checked="" type="checkbox"/>
2. NRG Coal Development Company LLC	261948635	<input checked="" type="checkbox"/>
3. Langford Wind Power, LLC	32033945596	<input type="checkbox"/>
4. NRG South Trent Holdings LLC	32041537203	<input type="checkbox"/>
5. Bluewater Wind Maryland LLC	271436423	<input checked="" type="checkbox"/>
6. South Trent Wind LLC	32033302046	<input type="checkbox"/>
7. NRG Bluewater Wind Massachusetts LLC	275061839	<input checked="" type="checkbox"/>
8. NRG Alta Vista LLC	264322511	<input checked="" type="checkbox"/>
9. NRG Solar Alpine LLC	262398932	<input checked="" type="checkbox"/>
10. NRG Silver City Bond Purchaser LLC	300730119	<input checked="" type="checkbox"/>
11. NRG Solar Wharton LLC	271090780	<input checked="" type="checkbox"/>
12. NRG Solar Blythe LLC	270579600	<input checked="" type="checkbox"/>
13. Continental Energy, LLC	900609459	<input checked="" type="checkbox"/>
14. Monster Energy, LLC	273443367	<input checked="" type="checkbox"/>
15. Longhorn Energy, LLC	273632585	<input checked="" type="checkbox"/>
16. Wildcat Energy, LLC	273632454	<input checked="" type="checkbox"/>
17. PESD Energy, LLC	275269626	<input checked="" type="checkbox"/>
18. NRG Solar Avra Valley LLC	452734574	<input checked="" type="checkbox"/>
19. NRG Solar AV Holdco LLC	364734969	<input checked="" type="checkbox"/>
20. El Mirage Energy, LLC	452176092	<input checked="" type="checkbox"/>
21. SCWFD Energy, LLC	364720535	<input checked="" type="checkbox"/>

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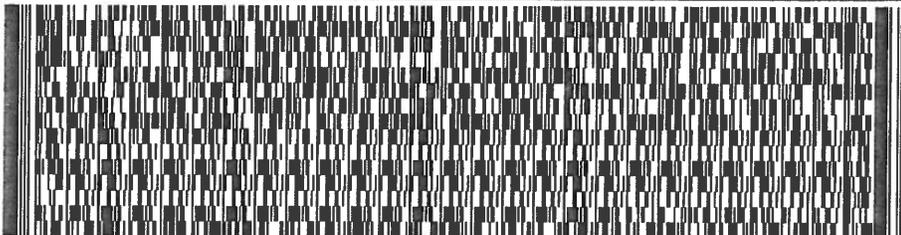
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1. Vail Energy, LLC	452703504	■ <input checked="" type="checkbox"/>
2. FUSD Energy, LLC	383863057	■ <input checked="" type="checkbox"/>
3. NRG Solar Anasco LLC	611690926	■ <input checked="" type="checkbox"/>
4. NRG Solar Green Valley LLC	275061729	■ <input checked="" type="checkbox"/>
5. NRG Solar Isabela LLC	300738374	■ <input checked="" type="checkbox"/>
6. NRG Solar Juncos LLC	320379645	■ <input checked="" type="checkbox"/>
7. NRG Solar Montecristi LLC	352457670	■ <input checked="" type="checkbox"/>
8. NRG Solar Sabana Grande LLC	352446453	■ <input checked="" type="checkbox"/>
9. NRG Solar Santiago LLC	383889138	■ <input checked="" type="checkbox"/>
10. NRG Solar Roadrunner LLC	263543476	■ <input checked="" type="checkbox"/>
11. NRG Solar Roadrunner Holdings LLC	450979251	■ <input checked="" type="checkbox"/>
12. High Plains Ranch II, LLC	263203029	■ <input checked="" type="checkbox"/>
13. NRG Solar Apple LLC	352426384	■ <input checked="" type="checkbox"/>
14. Delaware Power Development LLC	452968041	■ <input checked="" type="checkbox"/>
15. New Jersey Power Development LLC	271739287	■ <input checked="" type="checkbox"/>
16. NRG Solar Borrego I LLC	263268182	■ <input checked="" type="checkbox"/>
17. NRG Solar Hyder II LLC	263268820	■ <input checked="" type="checkbox"/>
18. NRG Solar Hyder III LLC	272869252	■ <input checked="" type="checkbox"/>
19. NRG Solar Borrego Holdco LLC	462082817	■ <input checked="" type="checkbox"/>
20. NRG Equipment Company LLC	261132757	■ <input checked="" type="checkbox"/>
21. NRG Brazos Valley LP LLC	412007664	■ <input checked="" type="checkbox"/>

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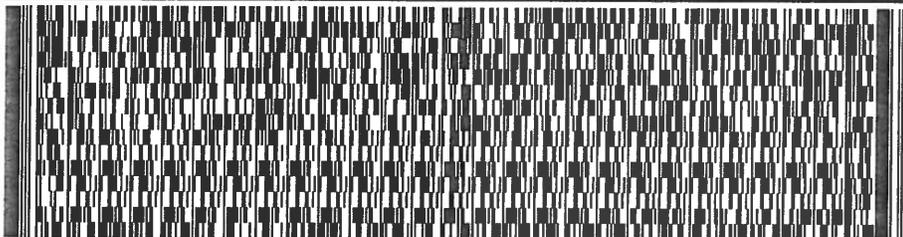
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1. NRG Telogia Power LLC	412012520	<input checked="" type="checkbox"/>
2. Granite II Holding, LLC	223685720	<input checked="" type="checkbox"/>
3. NRG Procurement Company LLC	261141486	<input checked="" type="checkbox"/>
4. SPP Selco, LLC	453009594	<input checked="" type="checkbox"/>
5. Granite Power Partners II, L.P.	223419844	<input checked="" type="checkbox"/>
6. LSP-Nelson Energy, LLC	223641212	<input checked="" type="checkbox"/>
7. NRG Granite Acquisition LLC	411990640	<input checked="" type="checkbox"/>
8. NRG Nelson Turbines LLC	010601096	<input checked="" type="checkbox"/>
9. Aqua Caliente Solar Holdings LLC	450979890	<input checked="" type="checkbox"/>
10. Aqua Caliente Solar LLC	264154500	<input checked="" type="checkbox"/>
11. eV2q LLC	453237680	<input checked="" type="checkbox"/>
12. Kaufman Cogen LP	32039928604	<input checked="" type="checkbox"/>
13. NINA Investments Holdings LLC	32041644942	<input type="checkbox"/>
14. Nuclear Innovation North America Investments LLC	32036693979	<input type="checkbox"/>
15. NINA Texas 3 LLC	32036693938	<input type="checkbox"/>
16. NINA Texas 4 LLC	32036693904	<input type="checkbox"/>
17. NINA Construction LLC	271374341	<input checked="" type="checkbox"/>
18. NINA Modularization LLC	271374392	<input checked="" type="checkbox"/>
19. NINA Nuclear Training LLC	32041911366	<input type="checkbox"/>
20. NINA Steel Investments LLC	32041746861	<input type="checkbox"/>
21. Ivanpah Project I Holdings, LLC	451828019	<input checked="" type="checkbox"/>

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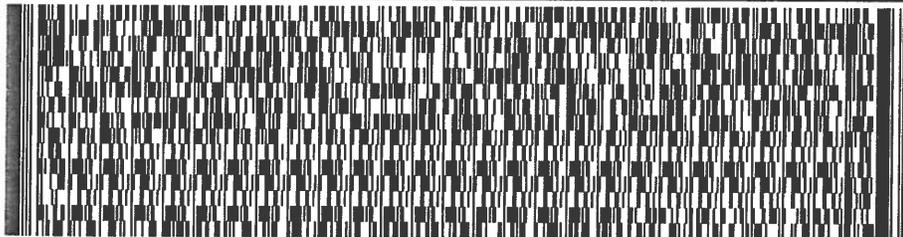
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1. Ivanpah Project II Holdings, LLC	451828344	<input checked="" type="checkbox"/>
2. Ivanpah Project III Holdings, LLC	451828638	<input checked="" type="checkbox"/>
3. Solar Partners I, LLC	208812461	<input checked="" type="checkbox"/>
4. Solar Partners II, LLC	364608152	<input checked="" type="checkbox"/>
5. Solar Partners VIII, LLC	364608159	<input checked="" type="checkbox"/>
6. PFMG Apple I LLC	454027666	<input checked="" type="checkbox"/>
7. HLE Solar Holdings, LLC	300733011	<input checked="" type="checkbox"/>
8. HSD Solar Holdings, LLC	352443365	<input checked="" type="checkbox"/>
9. OC Solar 2010, LLC	611681495	<input checked="" type="checkbox"/>
10. PM Solar Holdings, LLC	320375495	<input checked="" type="checkbox"/>
11. WSD Solar Holdings, LLC	800807099	<input checked="" type="checkbox"/>
12. ProSun Solar Development Company, LLC	273785757	<input checked="" type="checkbox"/>
13. ProSun Project Company LLC	273785699	<input checked="" type="checkbox"/>
14. SPP Lease Holdings, LLC	452887944	<input checked="" type="checkbox"/>
15. SPP DG DevCO 3a, LLC	352422812	<input checked="" type="checkbox"/>
16. SPP DG DevCo 4a, LLC	320354492	<input checked="" type="checkbox"/>
17. SPP P-IV Construction, LLC	453174447	<input checked="" type="checkbox"/>
18. SPP P-IV Master Lessee, LLC	453174381	<input checked="" type="checkbox"/>
19. SPP Fund II-B, LLC	264694627	<input checked="" type="checkbox"/>
20. SPP Fund III, LLC	271098075	<input checked="" type="checkbox"/>
21. SPP Fund III Construction Holdings, LLC	272311264	<input checked="" type="checkbox"/>

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Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Texas Franchise Tax Extension Affiliate List

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14117242397

2016

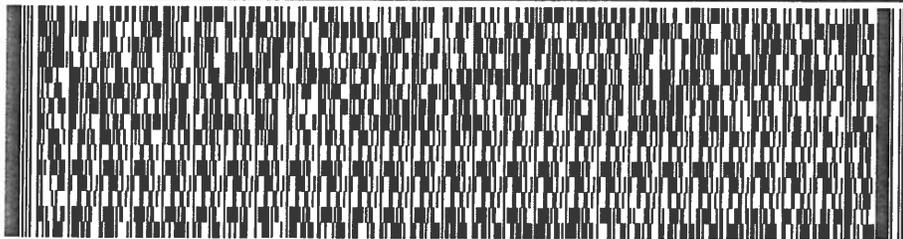
NRG Energy, Inc. and Subsidiaries

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Marsh Landing Holdings LLC	273329876	<input checked="" type="checkbox"/>
2. NRG Marsh Landing LLC	262731544	<input checked="" type="checkbox"/>
3. Mirant Intellectual Asset Mgmt & Marketing LLC	010713248	<input checked="" type="checkbox"/>
4. Orion Power New York, L.P.	15221795212	<input type="checkbox"/>
5. RRI Energy Channelview LP	17606156234	<input type="checkbox"/>
6. NRG San Gabriel Power Generation LLC	383770370	<input checked="" type="checkbox"/>
7. Mirant New York Services, LLC	000000002	<input checked="" type="checkbox"/>
8. NRG Energy Center Omaha Holdings LLC	464164574	<input checked="" type="checkbox"/>
9. NRG Yield Operating LLC	300780012	<input checked="" type="checkbox"/>
10. AFE Marquette, LLC	461898190	<input checked="" type="checkbox"/>
11. NRG ESA Joint Development LLC	451161350	<input checked="" type="checkbox"/>
12. NRG DG Development LLC	471034371	<input checked="" type="checkbox"/>
13. NRG HQ DG LLC	471799823	<input checked="" type="checkbox"/>
14. NRG DGPV Fund 2 LLC	300845441	<input checked="" type="checkbox"/>
15. Roof Diagnostics Solar and Electric of Connecticut	454550371	<input checked="" type="checkbox"/>
16. Roof Diagnostics Solar and Electric of NY, LLC	454175140	<input checked="" type="checkbox"/>
17. NRG DGPV Fund 2 HoldCo A LLC	352512376	<input checked="" type="checkbox"/>
18. NRG Renew NG Palmdale LLC	364791635	<input checked="" type="checkbox"/>
19. Lenape II Solar LLC	383937331	<input checked="" type="checkbox"/>
20. NRG & EFS Distributed Solar LLC	300838043	<input checked="" type="checkbox"/>
21. San Juan Energy, LLC	330299030	<input checked="" type="checkbox"/>

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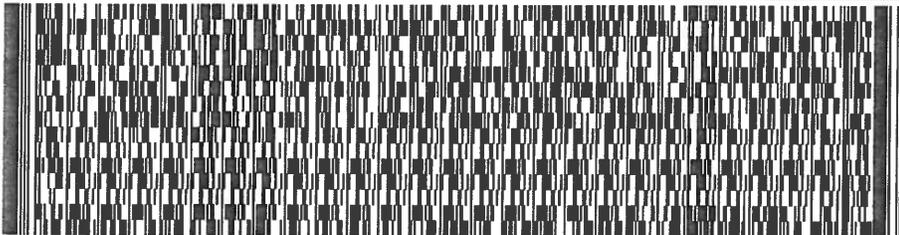
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Valle Del Sol Energy, LLC	651270074	<input checked="" type="checkbox"/>
2. Mission Wind Maine, LLC	721607037	<input checked="" type="checkbox"/>
3. NRG Wind Force LLC	562630842	<input checked="" type="checkbox"/>
4. Mission Wind Southwest, LLC	510666750	<input checked="" type="checkbox"/>
5. Mission Wind Boquillas, LLC	273766125	<input checked="" type="checkbox"/>
6. Boquillas Wind, LLC	261198343	<input checked="" type="checkbox"/>
7. Mission Wind Terra Investments, LLC	453631980	<input checked="" type="checkbox"/>
8. Mission Energy Wales, LLC	330359309	<input checked="" type="checkbox"/>
9. Chester Energy, LLC	330334385	<input checked="" type="checkbox"/>
10. NRG Energy Fuel LLC	330395524	<input checked="" type="checkbox"/>
11. NRG Energy Petroleum LLC	330387740	<input checked="" type="checkbox"/>
12. NRG Project Company LLC	330866566	<input checked="" type="checkbox"/>
13. NRG Lease Development LLC	330936847	<input checked="" type="checkbox"/>
14. Mission Energy Construction Services, LLC	330648741	<input checked="" type="checkbox"/>
15. Mission Wind Pinnacle, LLC	451227234	<input checked="" type="checkbox"/>
16. EME Service Company, LLC	800186476	<input checked="" type="checkbox"/>
17. EHI Development Fund, LLC	330630620	<input checked="" type="checkbox"/>
18. NRG Asset Services LLC	461414286	<input checked="" type="checkbox"/>
19. Mission Midway-Sunset Holdings, LLC	461386507	<input checked="" type="checkbox"/>
20. San Joaquin Energy, LLC	954031346	<input checked="" type="checkbox"/>
21. Mission Watson Holdings, LLC	461404440	<input checked="" type="checkbox"/>

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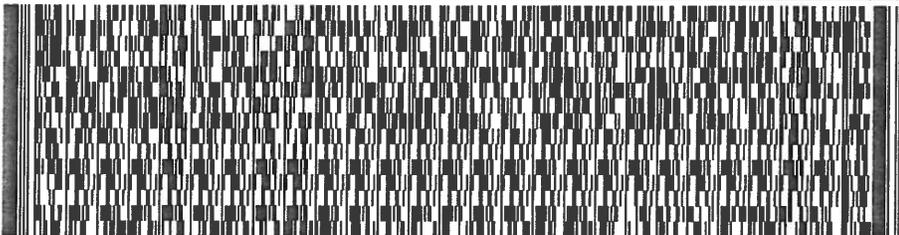
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Camino Energy, LLC	330162601	<input checked="" type="checkbox"/>
2. Mission Del Cielo, LLC	330942853	<input checked="" type="checkbox"/>
3. Mission del Sol, LLC	330937161	<input checked="" type="checkbox"/>
4. San Gabriel Energy, LLC	330375548	<input checked="" type="checkbox"/>
5. Sunrise Power Company, LLC	760688454	<input checked="" type="checkbox"/>
6. Boston Energy Trading and Marketing LLC	13308306813	<input type="checkbox"/>
7. EME CP Holdings, LLC	330948820	<input checked="" type="checkbox"/>
8. CP Power Sales Seventeen, L.L.C.	330989348	<input checked="" type="checkbox"/>
9. EME Eastern Holdings, LLC	330921790	<input checked="" type="checkbox"/>
10. Citizens Power Holdings One, LLC	043504626	<input checked="" type="checkbox"/>
11. NRG Renew Operation & Maintenance LLC	32029463323	<input type="checkbox"/>
12. Mission Funding Zeta, LLC	330407466	<input checked="" type="checkbox"/>
13. Mission Minnesota Wind, LLC	550882028	<input checked="" type="checkbox"/>
14. NRG Arroyo Nogales LLC	452639783	<input checked="" type="checkbox"/>
15. WCEP Holdings, LLC	452639825	<input checked="" type="checkbox"/>
16. NRG Walnut Creek II LLC	452769417	<input checked="" type="checkbox"/>
17. NRG Walnut Creek LLC	452791104	<input checked="" type="checkbox"/>
18. Walnut Creek Energy, LLC	651270076	<input checked="" type="checkbox"/>
19. NRG Huntington Beach LLC	450786316	<input checked="" type="checkbox"/>
20. Tapestry Wind, LLC	453612947	<input checked="" type="checkbox"/>
21. Buffalo Bear, LLC	208229468	<input checked="" type="checkbox"/>

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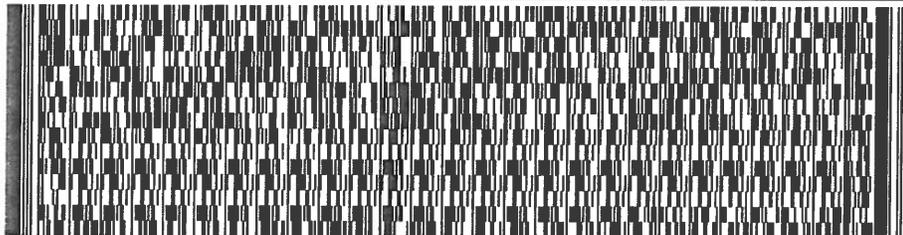
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Pinnacle Wind, LLC	861130395	<input checked="" type="checkbox"/>
2. Taloga Wind, L.L.C.	320192677	<input checked="" type="checkbox"/>
3. Mission Wind New Mexico II, LLC	320269256	<input checked="" type="checkbox"/>
4. High Lonesome Mesa Investments, LLC	010912673	<input checked="" type="checkbox"/>
5. High Lonesome Mesa, LLC	261200143	<input checked="" type="checkbox"/>
6. Mission Wind Laredo, LLC	272115619	<input checked="" type="checkbox"/>
7. Laredo Ridge Wind, LLC	208783614	<input checked="" type="checkbox"/>
8. Mission Minnesota Wind III, LLC	800139615	<input checked="" type="checkbox"/>
9. Mission Bingham Lake Wind, LLC	611493060	<input checked="" type="checkbox"/>
10. Mission Community Wind North, LLC	320269254	<input checked="" type="checkbox"/>
11. Mission CWN Holdings, LLC	273623747	<input checked="" type="checkbox"/>
12. Mission Wind Aurora Starlight, LLC	273963515	<input checked="" type="checkbox"/>
13. Aurora Starlight Wind, LLC	273963580	<input checked="" type="checkbox"/>
14. NRG Wind LLC	721607038	<input checked="" type="checkbox"/>
15. NRG Midwest II LLC	320269253	<input checked="" type="checkbox"/>
16. Mission Energy Holdings International, LLC	330479237	<input checked="" type="checkbox"/>
17. EME Investments II, LLC	680593122	<input checked="" type="checkbox"/>
18. EME Southwest Power, LLC	330903201	<input checked="" type="checkbox"/>
19. EME UK International LLC	330865879	<input checked="" type="checkbox"/>
20. NRG Wind TE Holdco LLC	364791148	<input checked="" type="checkbox"/>
21. Mission Iowa Wind, LLC	330863365	<input checked="" type="checkbox"/>

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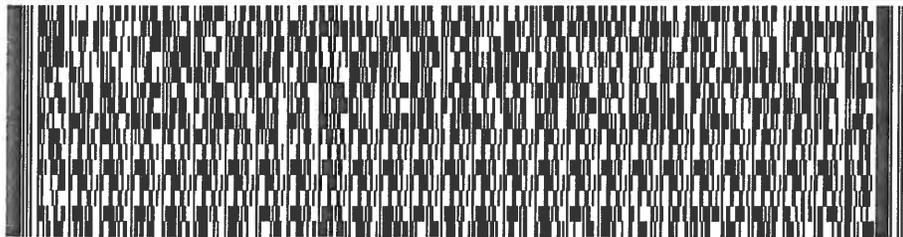
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Viento Funding, LLC	900341104	<input checked="" type="checkbox"/>
2. Viento Funding II, LLC	320269257	<input checked="" type="checkbox"/>
3. NRG Elkhorn Holdings LLC	721607040	<input checked="" type="checkbox"/>
4. Mission Wind New Mexico, LLC	721607039	<input checked="" type="checkbox"/>
5. Mission Wind Texas, LLC	16512647849	<input type="checkbox"/>
6. Mission Wind Wildorado, LLC	12601331080	<input type="checkbox"/>
7. Mission Minnesota Wind II, LLC	800139613	<input checked="" type="checkbox"/>
8. Mission Wind Oklahoma, LLC	562614373	<input checked="" type="checkbox"/>
9. Sleeping Bear, LLC	753012379	<input checked="" type="checkbox"/>
10. Mission Wind Utah, LLC	510642000	<input checked="" type="checkbox"/>
11. Spanish Fork Wind Park 2, LLC	204260059	<input checked="" type="checkbox"/>
12. Mission Wind Pennsylvania, LLC	651264783	<input checked="" type="checkbox"/>
13. Mission Wind PA One, LLC	320225305	<input checked="" type="checkbox"/>
14. Forward Windpower LLC	201558055	<input checked="" type="checkbox"/>
15. Mission Wind Goat Mountain, LLC	18001396086	<input type="checkbox"/>
16. Mission Wind Texas II, LLC	900341103	<input checked="" type="checkbox"/>
17. Mission Wind PA Two, LLC	320225306	<input checked="" type="checkbox"/>
18. Mission Wind PA Three, LLC	320225312	<input checked="" type="checkbox"/>
19. Lookout WindPower LLC	202779283	<input checked="" type="checkbox"/>
20. CP Power Sales Nineteen, L.L.C.	000000003	<input checked="" type="checkbox"/>
21. CP Power Sales Twenty, L.L.C.	000000004	<input checked="" type="checkbox"/>

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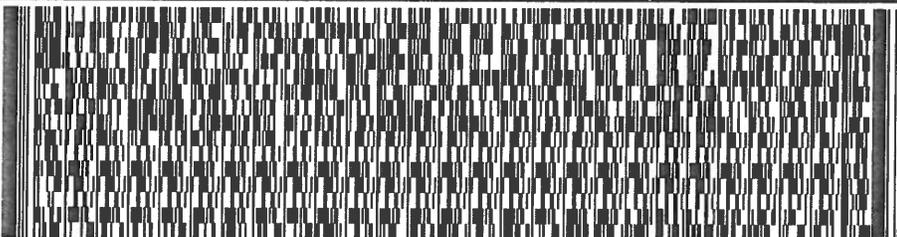
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. EME Investments, LLC	330903280	<input checked="" type="checkbox"/>
2. EME Western Holdings, LLC	000000005	<input checked="" type="checkbox"/>
3. Global Power Investors, LLC	330840377	<input checked="" type="checkbox"/>
4. Mission Mountain Wind, LLC	454049727	<input checked="" type="checkbox"/>
5. Mission Procurement, LLC	000000006	<input checked="" type="checkbox"/>
6. Mission Wind Owaissa, LLC	271202432	<input checked="" type="checkbox"/>
7. NRG Renewable Energy CDE LLC	800358318	<input checked="" type="checkbox"/>
8. Pioneer Ridge, LLC	510632309	<input checked="" type="checkbox"/>
9. Pioneer Trail Wind, LLC	000000007	<input checked="" type="checkbox"/>
10. South Texas Wind, LLC	32043781981	<input type="checkbox"/>
11. Taloga Wind II, LLC	000000008	<input checked="" type="checkbox"/>
12. Walnut Creek II, LLC	000000009	<input checked="" type="checkbox"/>
13. West Transmission One, LLC	452106600	<input checked="" type="checkbox"/>
14. EME Generation Holdings Limited	464674148	<input checked="" type="checkbox"/>
15. NRG Energy Fuel Services LLC	364394630	<input checked="" type="checkbox"/>
16. NRG Fuel Resources LLC	330873014	<input checked="" type="checkbox"/>
17. NRG Fuel Transportation LLC	330873012	<input checked="" type="checkbox"/>
18. Alta Wind Company, LLC	472576803	<input checked="" type="checkbox"/>
19. Alta Realty Holdings, LLC	611755905	<input checked="" type="checkbox"/>
20. Alta Realty Investments, LLC	473453459	<input checked="" type="checkbox"/>
21. Alta Wind 1-5 Holding Company, LLC	352526443	<input checked="" type="checkbox"/>

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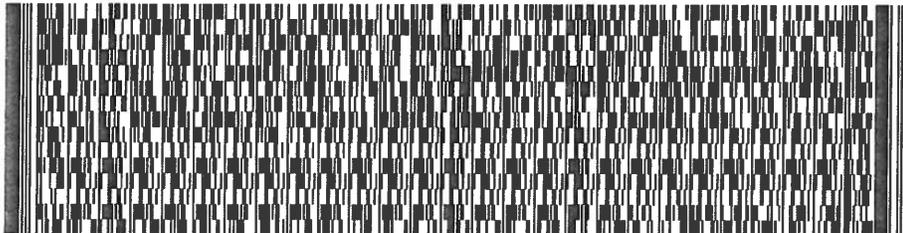
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Alta Wind Holdings, LLC	473453191	<input checked="" type="checkbox"/>
2. Alta Wind I Holding Company, LLC	270497680	<input checked="" type="checkbox"/>
3. Alta Wind I, LLC	270531629	<input checked="" type="checkbox"/>
4. Alta Wind II Holding Company, LLC	300868794	<input checked="" type="checkbox"/>
5. Alta Wind II, LLC	271108847	<input checked="" type="checkbox"/>
6. Alta Wind III Holding Company, LLC	300871979	<input checked="" type="checkbox"/>
7. Alta Wind III, LLC	271108933	<input checked="" type="checkbox"/>
8. Alta Wind IV Holding Company, LLC	300867717	<input checked="" type="checkbox"/>
9. Alta Wind IV, LLC	271108994	<input checked="" type="checkbox"/>
10. Alta Wind V Holding Company, LLC	383968796	<input checked="" type="checkbox"/>
11. Alta Wind V, LLC	271109123	<input checked="" type="checkbox"/>
12. Alta Wind Asset Management Holdings, LLC	472622543	<input checked="" type="checkbox"/>
13. Alta Wind Asset Management, LLC	352526413	<input checked="" type="checkbox"/>
14. Alta Wind X Holding Company, LLC	472698158	<input checked="" type="checkbox"/>
15. Alta Wind X, LLC	275288414	<input checked="" type="checkbox"/>
16. Alta Wind XI Holding Company, LLC	472713821	<input checked="" type="checkbox"/>
17. Alta Wind XI, LLC	450669398	<input checked="" type="checkbox"/>
18. NYLD Fuel Cell Holdings LLC	472588093	<input checked="" type="checkbox"/>
19. Colorado Shared Solar I LLC	383954226	<input checked="" type="checkbox"/>
20. Pikes Peak Solar Garden I LLC	473208839	<input checked="" type="checkbox"/>
21. Adams Community Solar Garden LLC	473370859	<input checked="" type="checkbox"/>

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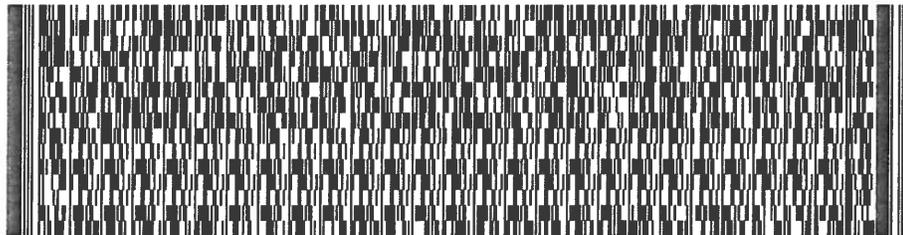
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Adams Community Solar Garden I LLC	473335584	<input checked="" type="checkbox"/>
2. Adams Community Solar Garden II LLC	473290228	<input checked="" type="checkbox"/>
3. Adams Community Solar Garden III LLC	473252719	<input checked="" type="checkbox"/>
4. Arapahoe Community Solar Garden I LLC	473238137	<input checked="" type="checkbox"/>
5. Denver Community Solar Garden I LLC	475147369	<input checked="" type="checkbox"/>
6. Denver Community Solar Garden II LLC	473222474	<input checked="" type="checkbox"/>
7. Alta Interconnection Management, LLC	272095315	<input checked="" type="checkbox"/>
8. ALP Wind, LLC	200405679	<input checked="" type="checkbox"/>
9. Bendwind, LLC	201079582	<input checked="" type="checkbox"/>
10. Bisson Windfarm, LLC	421575111	<input checked="" type="checkbox"/>
11. Boeve Windfarm, LLC	421575100	<input checked="" type="checkbox"/>
12. Carstensen Wind, LLC	710938683	<input checked="" type="checkbox"/>
13. CG Windfarm, LLC	421575118	<input checked="" type="checkbox"/>
14. Clear View Acres Wind Farm, LLC	203032750	<input checked="" type="checkbox"/>
15. Community Wind North, LLC	522450186	<input checked="" type="checkbox"/>
16. North Community Turbines LLC	273569560	<input checked="" type="checkbox"/>
17. North Wind Turbines LLC	273569508	<input checked="" type="checkbox"/>
18. Community Wind North 1 LLC	710986236	<input checked="" type="checkbox"/>
19. Community Wind North 3 LLC	134299572	<input checked="" type="checkbox"/>
20. Community Wind North 2 LLC	320150211	<input checked="" type="checkbox"/>
21. Community Wind North 7 LLC	421669968	<input checked="" type="checkbox"/>

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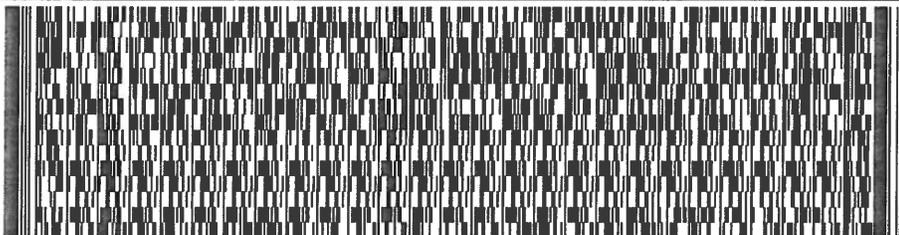
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Community Wind North 5 LLC	352255372	<input checked="" type="checkbox"/>
2. Community Wind North 9 LLC	841680210	<input checked="" type="checkbox"/>
3. Community Wind North 6 LLC	841680211	<input checked="" type="checkbox"/>
4. Community Wind North 10 LLC	383722253	<input checked="" type="checkbox"/>
5. Community Wind North 8 LLC	342047854	<input checked="" type="checkbox"/>
6. Community Wind North 11 LLC	383722259	<input checked="" type="checkbox"/>
7. Community Wind North 15 LLC	383722252	<input checked="" type="checkbox"/>
8. Community Wind North 13 LLC	383722257	<input checked="" type="checkbox"/>
9. Crosswind Transmission, LLC	205744941	<input checked="" type="checkbox"/>
10. Cy-Hawk Wind Energy, LLC	203038009	<input checked="" type="checkbox"/>
11. DeGreeff DP, LLC	201079924	<input checked="" type="checkbox"/>
12. DeGreeffpa, LLC	201079861	<input checked="" type="checkbox"/>
13. Eagle View Acres Wind Farm, LLC	203029494	<input checked="" type="checkbox"/>
14. Elk Lake Wind Farm, LLC	203029371	<input checked="" type="checkbox"/>
15. Elkhorn Ridge Wind, LLC	800185366	<input checked="" type="checkbox"/>
16. Fey Windfarm, LLC	421575093	<input checked="" type="checkbox"/>
17. Goat Wind, LP	12059538806	<input type="checkbox"/>
18. Green Prairie Energy, LLC	200045591	<input checked="" type="checkbox"/>
19. Greenback Energy, LLC	710938699	<input checked="" type="checkbox"/>
20. Greene Wind Energy, LLC	203037969	<input checked="" type="checkbox"/>
21. Groen Wind, LLC	201079609	<input checked="" type="checkbox"/>

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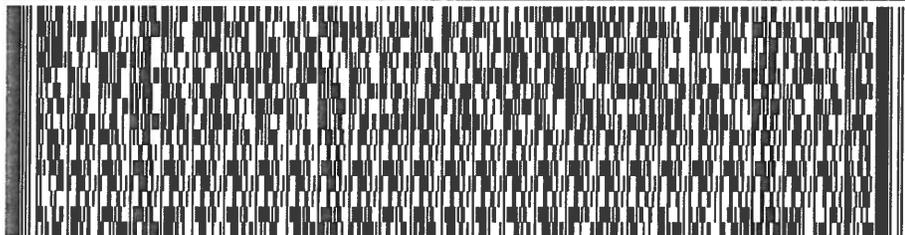
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Hardin Hilltop Wind, LLC	204114996	<input checked="" type="checkbox"/>
2. Hardin Wind Energy, LLC	203038044	<input checked="" type="checkbox"/>
3. Highland Township Wind Farm, LLC	203030748	<input checked="" type="checkbox"/>
4. Hillcrest Wind, LLC	200216511	<input checked="" type="checkbox"/>
5. HyperGen, LLC	200404415	<input checked="" type="checkbox"/>
6. Jeffers Wind 20, LLC	205581936	<input checked="" type="checkbox"/>
7. JMC Wind, LLC	200404372	<input checked="" type="checkbox"/>
8. K-Brink Windfarm, LLC	680493385	<input checked="" type="checkbox"/>
9. Larswind, LLC	201095218	<input checked="" type="checkbox"/>
10. LimiEnergy, LLC	200404469	<input checked="" type="checkbox"/>
11. Lucky Wind, LLC	200386378	<input checked="" type="checkbox"/>
12. Maiden Winds, LLC	200405789	<input checked="" type="checkbox"/>
13. Maine Mountain Power, LLC	000000010	<input checked="" type="checkbox"/>
14. MD & E Wind, LLC	200405746	<input checked="" type="checkbox"/>
15. Northern Lights Wind, LLC	710938696	<input checked="" type="checkbox"/>
16. Odin Wind Farm LLC	208589988	<input checked="" type="checkbox"/>
17. OWF One, LLC	208021843	<input checked="" type="checkbox"/>
18. OWF Two, LLC	208021897	<input checked="" type="checkbox"/>
19. OWF Three, LLC	208022453	<input checked="" type="checkbox"/>
20. OWF Four, LLC	208022759	<input checked="" type="checkbox"/>
21. OWF Five, LLC	208023274	<input checked="" type="checkbox"/>

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Texas Comptroller Official Use Only



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3-7-17

Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

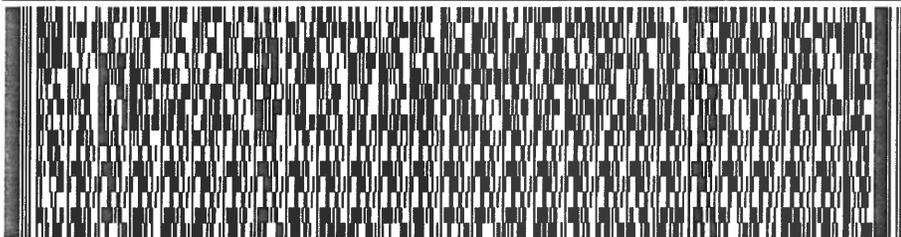
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. OWF Six, LLC	208023345	<input checked="" type="checkbox"/>
2. OWF Seven, LLC	208016868	<input checked="" type="checkbox"/>
3. OWF Eight, LLC	208016899	<input checked="" type="checkbox"/>
4. Palo Alto County Wind Farm, LLC	203030777	<input checked="" type="checkbox"/>
5. Poverty Ridge Wind, LLC	203032859	<input checked="" type="checkbox"/>
6. Power Beyond, LLC	200405828	<input checked="" type="checkbox"/>
7. Power Blades Windfarm, LLC	200404319	<input checked="" type="checkbox"/>
8. San Juan Mesa Wind Project, LLC	201407679	<input checked="" type="checkbox"/>
9. San Juan Mesa Investments, LLC	203203827	<input checked="" type="checkbox"/>
10. Sierra Wind, LLC	201079538	<input checked="" type="checkbox"/>
11. Silver Lake Acres Wind Farm, LLC	203030703	<input checked="" type="checkbox"/>
12. Stahl Wind Energy, LLC	710938691	<input checked="" type="checkbox"/>
13. Stony Hills Wind Farm, LLC	200405588	<input checked="" type="checkbox"/>
14. Sunrise View Wind Farm, LLC	203029612	<input checked="" type="checkbox"/>
15. Sunset View Wind Farm, LLC	203029668	<input checked="" type="checkbox"/>
16. Sutton Wind Energy, LLC	203038080	<input checked="" type="checkbox"/>
17. TAIR Windfarm, LLC	200205888	<input checked="" type="checkbox"/>
18. TG Windfarm, LLC	421575126	<input checked="" type="checkbox"/>
19. Tofteland Windfarm, LLC	421575135	<input checked="" type="checkbox"/>
20. Tower of Power, LLC	200404215	<input checked="" type="checkbox"/>
21. Virgin Lake Wind Farm, LLC	203029261	<input checked="" type="checkbox"/>

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3-7-17

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TX2016 05-165  
Ver. 7.0 (Rev.9-11/3)

Texas Franchise Tax Extension Affiliate List

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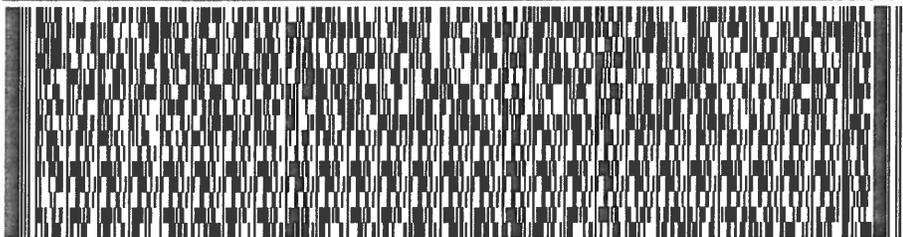
14117242397	2016	NRG Energy, Inc. and Subsidiaries
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Westridge Windfarm, LLC	421575104	<input checked="" type="checkbox"/>
2. Whispering Wind Acres, LLC	200404275	<input checked="" type="checkbox"/>
3. White Caps Windfarm, LLC	200405631	<input checked="" type="checkbox"/>
4. Wildorado Interconnect, LLC	32037649137	<input type="checkbox"/>
5. Wildorado Wind, LLC	32023264784	<input type="checkbox"/>
6. Wind Family Turbine, LLC	422178290	<input checked="" type="checkbox"/>
7. Windcurrent Farms, LLC	421575096	<input checked="" type="checkbox"/>
8. Zontos Wind, LLC	203038116	<input checked="" type="checkbox"/>
9. SPP Fund II, LLC	263509603	<input checked="" type="checkbox"/>
10. Pure Group, Inc.	461847999	<input checked="" type="checkbox"/>
11. One Block Off the Grid, Inc.	32056767265	<input type="checkbox"/>
12. Pure Energies Installation Inc.	32054109916	<input type="checkbox"/>
13. DanMar Transmission, LLC	421575109	<input checked="" type="checkbox"/>
14. East Ridge Transmission, LLC	450530846	<input checked="" type="checkbox"/>
15. West Pipestone Transmission, LLC	200768563	<input checked="" type="checkbox"/>
16. Windom Transmission, LLC	203066662	<input checked="" type="checkbox"/>
17. NRG SPV #1 LLC	465516758	<input checked="" type="checkbox"/>
18. NRG dGen Advisory Services LLC	352537521	<input checked="" type="checkbox"/>
19. NRG Business Services LLC	32056659132	<input type="checkbox"/>
20. NRG Alexandria LLC	473697929	<input checked="" type="checkbox"/>
21. NRG Greenco LLC	383982416	<input checked="" type="checkbox"/>

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Texas Franchise Tax Extension Affiliate List

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14117242397

2016

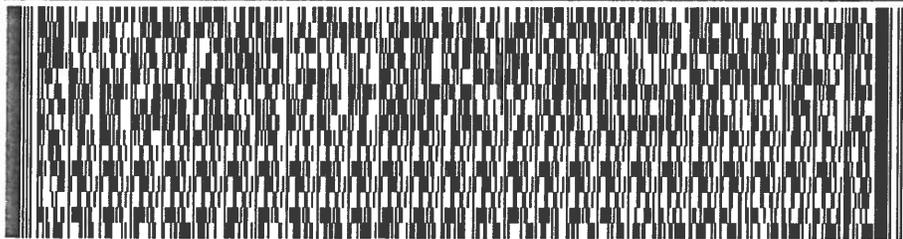
NRG Energy, Inc. and Subsidiaries

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Greenco Holdings LLC	475590251	<input checked="" type="checkbox"/>
2. NRG Runway Holdings LLC	475602364	<input checked="" type="checkbox"/>
3. NRG NE Development LLC	000000011	<input checked="" type="checkbox"/>
4. NRG NewGen LLC	320477551	<input checked="" type="checkbox"/>
5. NRG Canal 3 Development LLC	364808422	<input checked="" type="checkbox"/>
6. NRG Advisory Services LLC	32057072731	<input type="checkbox"/>
7. Energy Choice Solutions LLC	32048843281	<input type="checkbox"/>
8. NRG ECOKAP Holdings LLC	811002926	<input checked="" type="checkbox"/>
9. NRG Holding Leasing Vehicle 7 LLC	383974513	<input checked="" type="checkbox"/>
10. NRG RPV Holdco 1 LLC	371776424	<input checked="" type="checkbox"/>
11. NRG Renew DG Holdings LLC	810753070	<input checked="" type="checkbox"/>
12. Station A LLC	371780507	<input checked="" type="checkbox"/>
13. Federal Road Solar 1 LLC	611774525	<input checked="" type="checkbox"/>
14. BWC Swan Pond River, LLC	611737437	<input checked="" type="checkbox"/>
15. NRG Renew Spark 2 LLC	475565676	<input checked="" type="checkbox"/>
16. NRG DG SLB 1 LLC	000000012	<input checked="" type="checkbox"/>
17. NRG DG SLB Holdco 1 LLC	000000013	<input checked="" type="checkbox"/>
18. NRG Golden Puma Borrower LLC	611776385	<input checked="" type="checkbox"/>
19. NRG Puma Class B LLC	810898002	<input checked="" type="checkbox"/>
20. NRG Golden Puma Fund LLC	611776956	<input checked="" type="checkbox"/>
21. NRG DGPV 4 LLC	352547804	<input checked="" type="checkbox"/>

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3-7-17

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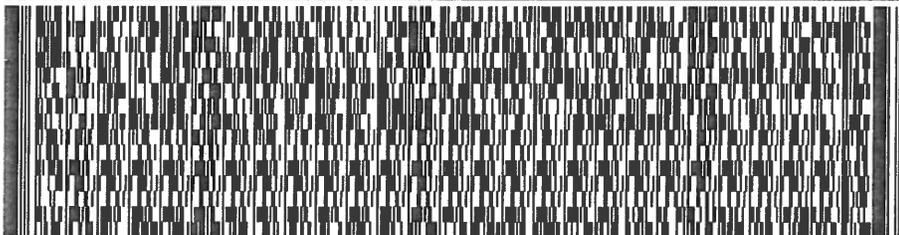
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG DGPV Fund 4 LLC	32059032311	<input type="checkbox"/>
2. NRG DGPV Fund 4 Sub LLC	611777766	<input checked="" type="checkbox"/>
3. NRG Revolve LLC	611772970	<input checked="" type="checkbox"/>
4. NRG Renew Shared Solar NG LLC	611774620	<input checked="" type="checkbox"/>
5. NGRID Solar 1, LLC	810759015	<input checked="" type="checkbox"/>
6. Bashaw Solar 1, LLC	300890505	<input checked="" type="checkbox"/>
7. CJ Solar 2, LLC	371769031	<input checked="" type="checkbox"/>
8. Old Westminster Solar 1, LLC	611744071	<input checked="" type="checkbox"/>
9. Stafford St Solar 1, LLC	300890497	<input checked="" type="checkbox"/>
10. Stafford St Solar 2, LLC	300890757	<input checked="" type="checkbox"/>
11. Stafford St Solar 3, LLC	371798269	<input checked="" type="checkbox"/>
12. TOS Solar 1, LLC	352518980	<input checked="" type="checkbox"/>
13. TOS Solar 2, LLC	352519123	<input checked="" type="checkbox"/>
14. TOS Solar 4, LLC	371768433	<input checked="" type="checkbox"/>
15. TOS Solar 5, LLC	371768556	<input checked="" type="checkbox"/>
16. NRG Renew GB LLC	352525867	<input checked="" type="checkbox"/>
17. Canal West LLC	000000014	<input checked="" type="checkbox"/>
18. NRG Solar Las Vegas MB 2 LLC	383977000	<input checked="" type="checkbox"/>
19. NRG MN Community LLC	352546472	<input checked="" type="checkbox"/>
20. Tully Farms Solar 1, LLC	371770408	<input checked="" type="checkbox"/>
21. NRG Renew Blue Seas LLC	364804007	<input checked="" type="checkbox"/>

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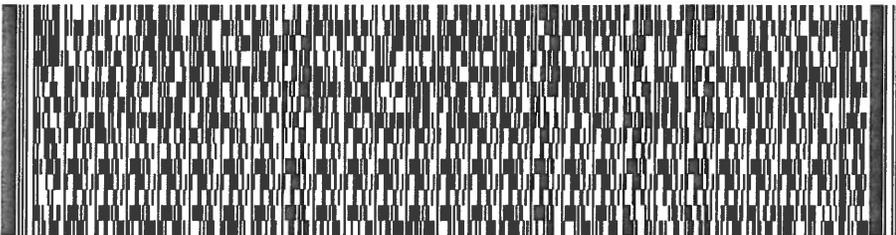
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG Renew Canal 1 LLC	000000015	<input checked="" type="checkbox"/>
2. NRG Renew Spark LLC	320459066	<input checked="" type="checkbox"/>
3. NRG Renew 365 LLC	32058652960	<input type="checkbox"/>
4. NRG Renew KP 2 LLC	475649340	<input checked="" type="checkbox"/>
5. Lindberg Field Solar 1, LLC	473777374	<input checked="" type="checkbox"/>
6. NRG & EFS Distributed Solar 2 LLC	000000016	<input checked="" type="checkbox"/>
7. Colorado Spring Solar Garden LLC	473911106	<input checked="" type="checkbox"/>
8. Topeka Solar 1, LLC	300934333	<input checked="" type="checkbox"/>
9. NS Smith, LLC	300854945	<input checked="" type="checkbox"/>
10. Steel Bridge Solar, LLC	364792143	<input checked="" type="checkbox"/>
11. Pond Road Solar, LLC	383953599	<input checked="" type="checkbox"/>
12. UB Fuel Cell, LLC	465519511	<input checked="" type="checkbox"/>
13. Alta Wind X-XI TE Holdco LLC	474175509	<input checked="" type="checkbox"/>
14. NRG Yield DGPV Holding LLC	473724471	<input checked="" type="checkbox"/>
15. NRG DGPV Holdco 1 LLC	473642620	<input checked="" type="checkbox"/>
16. NRG DGPV 1 LLC	473653783	<input checked="" type="checkbox"/>
17. NRG DGPV Fund 1 LLC	473631352	<input checked="" type="checkbox"/>
18. NRG CA Fund LLC	383983631	<input checked="" type="checkbox"/>
19. NRG DGPV 3 LLC	475589874	<input checked="" type="checkbox"/>
20. NRG DGPV 2 LLC	364809747	<input checked="" type="checkbox"/>
21. NRG DGPV Fund 2 Holdco B LLC	475376500	<input checked="" type="checkbox"/>

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TX2016 05-165  
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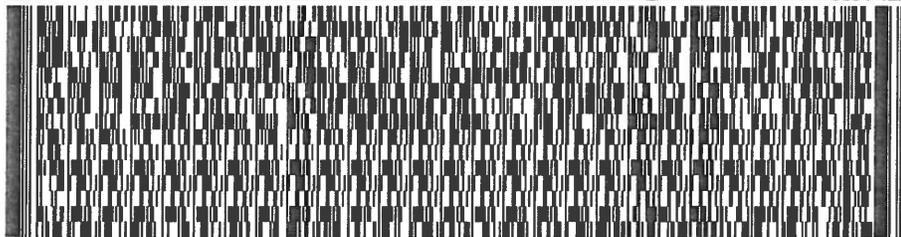
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LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Spring Canyon Expansion Class B Holdings LLC	371753636	<input checked="" type="checkbox"/>
2. NRG Yield RPV Holding LLC	472898953	<input checked="" type="checkbox"/>
3. NRG RPV 2 LLC	473580898	<input checked="" type="checkbox"/>
4. NRG RPV 1 LLC	364802686	<input checked="" type="checkbox"/>
5. NRG RPV Fund 12 LLC	32058432330	<input type="checkbox"/>
6. NRG RPV Fund 13 LLC	32057110309	<input type="checkbox"/>
7. NRG RPV Fund 11 LLC	364802471	<input checked="" type="checkbox"/>
8. NRG ECA Pipeline LLC	475155307	<input checked="" type="checkbox"/>
9. Pure Energies Group ULC	000000018	<input checked="" type="checkbox"/>
10. Solar Pure Energies ULC	000000019	<input checked="" type="checkbox"/>
11. 3283764 Nova Scotia Company	000000020	<input checked="" type="checkbox"/>
12. Mirant AP Investments Limited	980561059	<input checked="" type="checkbox"/>
13. Mirant Asia Pacific Construction (Hong Kong) Ltd	000000021	<input checked="" type="checkbox"/>
14. Maplekey Holdings Limited	980210624	<input checked="" type="checkbox"/>
15. Maplekey UK Finance Limited	980210597	<input checked="" type="checkbox"/>
16. Maplekey UK Limited	980208533	<input checked="" type="checkbox"/>
17. EME Finance UK Limited	980210598	<input checked="" type="checkbox"/>
18. NRG First Power Holdings II	980221177	<input checked="" type="checkbox"/>
19. NRG First Power Holdings I	980208530	<input checked="" type="checkbox"/>
20. MEC San Pascual B.V.	000000022	<input checked="" type="checkbox"/>
21. Caresale Services Limited	980208529	<input checked="" type="checkbox"/>

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3-7-17

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2016

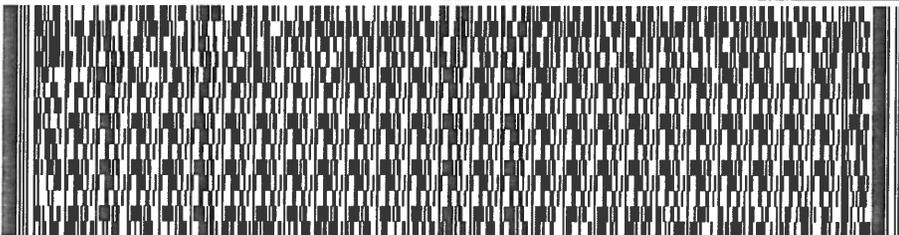
NRG Energy, Inc. and Subsidiaries

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. NRG First Power Limited	980208532	■ <input checked="" type="checkbox"/>
2.		■ <input type="checkbox"/>
3.		■ <input type="checkbox"/>
4.		■ <input type="checkbox"/>
5.		■ <input type="checkbox"/>
6.		■ <input type="checkbox"/>
7.		■ <input type="checkbox"/>
8.		■ <input type="checkbox"/>
9.		■ <input type="checkbox"/>
10.		■ <input type="checkbox"/>
11.		■ <input type="checkbox"/>
12.		■ <input type="checkbox"/>
13.		■ <input type="checkbox"/>
14.		■ <input type="checkbox"/>
15.		■ <input type="checkbox"/>
16.		■ <input type="checkbox"/>
17.		■ <input type="checkbox"/>
18.		■ <input type="checkbox"/>
19.		■ <input type="checkbox"/>
20.		■ <input type="checkbox"/>
21.		■ <input type="checkbox"/>

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3-7-17

**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

**TAB 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.

Buckthorn Westex, LLC, proposes to develop a utility-scale, grid-connected solar photovoltaic energy (PV) plant within the Fort Stockton Independent School District.

The project will be constructed on approximately 1,400 acres, which is part of a larger, long-term lease agreement with a local landowner. The project will be located entirely in Pecos County and within the Fort Stockton Independent School District. The proposed project will include, but is not limited to, the following:

- Planned 150 MW-AC in size;
- PV modules;
- DC-to-AC inverters;
- Medium and high-voltage electric cabling;
- Fixed-tilt racking system (mounting structures);
- Project substation which will include a high-voltage transformer, switchgear, transmission equipment, telecommunications and SCADA equipment, among other things;
- High-voltage transmission line connecting the project to the grid (gen tie);
- Operations and maintenance (O&M) building including telecommunications and computing equipment, among other things;
- Meteorological equipment to measure solar irradiance and other weather conditions; and
- Associated equipment to safely operate, maintain and deliver electricity to the grid.

The parent company of Buckthorn Westex, LLC, is a leading national solar owner-operator with project opportunities all across the United States. The ability to enter into a limited appraisal valuation agreement with the Fort Stockton Independent School District is a motivator factor for constructing the project in Pecos County, Texas, as opposed to building and investing in another state or region.

3-7-17

**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

**TAB 5***Documentation to assist in determining if limitation is a determining factor.*

The applicant's parent company for this project is an national solar developer with the ability to locate projects of this type in other states in the US with strong solar characteristics. The applicant is actively developing and constructing other projects throughout the US. The applicant requires this appraised value limitation in order to move forward with constructing this project in Texas. Specifically, without the available tax incentives, the economics of the project become unappealing to investors and the likelihood of constructing the project in Texas becomes unlikely.

Property taxes can be the highest operating expense for a solar generation facility as solar plants do not have any associated fuel costs for the production of electricity, and with Texas wholesale electricity prices already below the national average in Texas, it is necessary to limit the property tax liabilities for a solar project in order to be able to offer electricity at prices that are marketable to Texas customers at competitive rates, including power sales under a bi-lateral contract. Markets such as California that have state wide available subsidies for renewable energy projects, and which have higher average contracted power rates, offer an attractive incentive for developers to build projects in those markets over Texas.

The property tax liabilities of a project without tax incentives in Texas lowers the return to investors and financiers to an unacceptable level at today's contracted power rates under a power purchase agreement. As such, the applicant is not able to finance and build its project in Texas even with a signed power purchase agreement because of the low price in the power purchase agreement. Without the tax incentive, the applicant would be forced to abandon the project and spend its development capital and prospective investment funds in other states where the rate of return is higher on a project basis.

This is true even if the entity is able to contract with an off-taker under a power purchase agreement because the low rate contracted for is not financeable without the tax incentives. More specifically, a signed power purchase agreement in the Texas market is at a much lower rate than other states because of competitively low electricity prices. Other states have high electricity prices where a developer can obtain a PPA with a much higher contracted rate, combined with state subsidies, the other states offer a much higher rate of return for the project financiers. Without the tax incentives in Texas, a project with a power purchase agreement becomes unfinanceable.

3-7-17

**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

**TAB 7****Description of Qualified Investment**

Buckthorn Westex, LLC, proposes to develop a utility-scale, grid-connected solar photovoltaic energy (PV) plant within the Fort Stockton Independent School District.

The project will be constructed on approximately 1,400 acres, which is part of a larger, long-term lease agreement with a local landowner. The project will be located entirely in Pecos County and within the Fort Stockton Independent School District. The proposed project will include, but is not limited to, the following:

- Planned 150 MW-AC in size;
- PV modules;
- DC-to-AC inverters;
- Medium and high-voltage electric cabling;
- Fixed-tilt racking system (mounting structures);
- Project substation which will include a high-voltage transformer, switchgear, transmission equipment, telecommunications and SCADA equipment, among other things;
- High-voltage transmission line connecting the project to the grid (gen tie);
- Operations and maintenance (O&M) building including telecommunications and computing equipment, among other things;
- Meteorological equipment to measure solar irradiance and other weather conditions; and
- Associated equipment to safely operate, maintain and deliver electricity to the grid.

The parent company of Buckthorn Westex, LLC, is a leading national solar owner-operator with project opportunities across the United States. The ability to enter into a limited appraisal valuation agreement with the Fort Stockton Independent School District is a motivator factor for constructing the project in Pecos County, Texas, as opposed to building and investing in another state or region.

3-7-17

**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

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**TAB 8**

Description of Qualified Property

(See Tab 7)

3-7-17

**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

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**TAB 14**

*Schedules A1, A2, B, C and D completed and signed Economic Impact (if applicable)*

See attached Schedules A1, A2, B, C and D

Date 1/28/2017  
 Applicant Name Buckthorn Westex., LLC  
 ISD Name FT STOCKTON ISD

3-7-17

Form 50-296A  
 Revised May 2014

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 New investment (original cost) in <b>tangible personal property</b> placed in service during this year that will become Qualified Property	Column B New investment made during this year in <b>buildings or permanent nonremovable components of buildings</b> that will become Qualified Property	Column C Other new investment made during this year that will <b>not</b> become Qualified Property [SEE NOTE]	Column D Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E <b>Total Investment</b> (Sum of Columns A+B+C+D)	
Investment made before filing complete application with district		Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2015	Not eligible to become Qualified Property				[The only other investment made before filing complete application with district that may become Qualified Property is land.]	0
Investment made after filing complete application with district, but before final board approval of application	--			0	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				0	0	0	0	0	
Complete tax years of qualifying time period	QTP1	2015-2016	2016	0	0	0	0	0	
	QTP2	2016-2017	2017	172,500,000	0	0	0	172,500,000	
<b>Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]</b>				172,500,000	0	0	0	172,500,000	
				Enter amounts from TOTAL row above in Schedule A2					
<b>Total Qualified Investment (sum of green cells)</b>				172,500,000					

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Date **1/28/2017**  
 Applicant Name **Buckthorn Westex., LLC**  
 ISD Name **FT STOCKTON ISD**

1063-ftstockton-buckthorn-amendment001  
 3-7-17

Form 50-296A  
 Revised May 2014

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 New investment (original cost) in <b>tangible personal property</b> placed in service during this year that will become Qualified Property	Column B New investment made during this year in <b>buildings or permanent nonremovable components of buildings</b> that will become Qualified Property	Column C Other investment made during this year that will <b>not</b> become Qualified Property [SEE NOTE]	Column D Other investment made during this year that will become Qualified Property [SEE NOTE]	Column E <b>Total Investment (A+B+C+D)</b>
Total Investment from Schedule A1*	--	<b>TOTALS FROM SCHEDULE A1</b>		172,500,000	0	0	0	172,500,000
<b>Enter amounts from TOTAL row in Schedule A1 in the row below</b>								
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2016-2017	2016	0	0	0	0	0
	0	2017-2018	2017	0	0	0	0	0
Value limitation period***	1	2018-2019	2018	0	0	0	0	0
	2	2019-2020	2019	0	0	0	0	0
	3	2020-2021	2020	0	0	0	0	0
	4	2021-2022	2021	0	0	0	0	0
	5	2022-2023	2022	0	0	0	0	0
	6	2023-2024	2023	0	0	0	0	0
	7	2024-2025	2024	0	0	0	0	0
	8	2025-2026	2025	0	0	0	0	0
	9	2026-2027	2026	0	0	0	0	0
	10	2027-2028	2027	0	0	0	0	0
<b>Total Investment made through limitation</b>				172,500,000	0	0	0	172,500,000
Continue to maintain viable presence	11	2028-2029	2028			8,500,000		8,500,000
	12	2029-2030	2029			0		0
	13	2030-2031	2030			0		0
	14	2031-2032	2031			0		0
	15	2032-2033	2032			0		0
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033			0		0
	17	2034-2035	2034			0		0
	18	2035-2036	2035			0		0
	19	2036-2037	2036			0		0
	20	2037-2038	2037			0		0
	21	2038-2039	2038			0		0
	22	2039-2040	2039			0		0
	23	2040-2041	2040			0		0
	24	2041-2042	2041			0		0
	25	2042-2043	2042			0		0

\* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the **first row**.

\*\* Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

\*\*\* If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were **not** captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.

Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

**Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)**

Amendment Date: February 1, 2017

Date

**1/28/2017**

3-7-17

Applicant Name

**RES Americas Cactus Flats Wind Energy, LLC**

**Form 50-296A**

ISD Name

FT STOCKTON ISD

Revised May 2014

				Qualified Property			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	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2016-2017	2016	0	0	0	0	0	0
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2017-2018	2017	0	0	0	0	0	0
Value Limitation Period	1	2018-2019	2018	0	0	172,500,000	172,500,000	172,500,000	20,000,000
	2	2019-2020	2019	0	0	146,625,000	146,625,000	146,625,000	20,000,000
	3	2020-2021	2020	0	0	124,631,000	124,631,000	124,631,000	20,000,000
	4	2021-2022	2021	0	0	105,936,000	105,936,000	105,936,000	20,000,000
	5	2022-2023	2022	0	0	90,046,000	90,046,000	90,046,000	20,000,000
	6	2023-2024	2023	0	0	76,539,000	76,539,000	76,539,000	20,000,000
	7	2024-2025	2024	0	0	65,058,000	65,058,000	65,058,000	20,000,000
	8	2025-2026	2025	0	0	55,299,000	55,299,000	55,299,000	20,000,000
	9	2026-2027	2026	0	0	47,004,000	47,004,000	47,004,000	20,000,000
	10	2027-2028	2027	0	0	39,953,000	39,953,000	39,953,000	20,000,000
Continue to maintain viable presence	11	2028-2029	2028	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	12	2029-2030	2029	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	13	2030-2031	2030	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	14	2031-2032	2031	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	15	2032-2033	2032	0	0	34,500,000	34,500,000	34,500,000	34,500,000
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	17	2034-2035	2034	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	18	2035-2036	2035	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	19	2036-2037	2036	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	20	2037-2038	2037	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	21	2038-2039	2038	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	22	2039-2040	2039	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	23	2040-2041	2040	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	24	2041-2042	2041	0	0	34,500,000	34,500,000	34,500,000	34,500,000
	25	2042-2043	2042	0	0	34,500,000	34,500,000	34,500,000	34,500,000

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.

Only include market value for eligible property on this schedule.

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Schedule C: Employment Information

Date 1/28/2017  
 Applicant Name Buckthorn Westex., LLC  
 ISD Name FT STOCKTON ISD

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying 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 non-qualifying jobs applicant estimates it will create (cumulative)	Column D Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Column E Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2016-2017	2016	0		0	0	0
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2017-2018	2017	200 FTE avg; 450 FTE peak	37,534	0	0	0
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2018-2019	2018	N/A	N/A	0	2	38,000
	2	2019-2020	2019	N/A	N/A	0	2	38,000
	3	2020-2021	2020	N/A	N/A	0	2	38,000
	4	2021-2022	2021	N/A	N/A	0	2	38,000
	5	2022-2023	2022	N/A	N/A	0	2	38,000
	6	2023-2024	2023	N/A	N/A	0	2	38,000
	7	2024-2025	2024	N/A	N/A	0	2	38,000
	8	2025-2026	2025	N/A	N/A	0	2	38,000
	9	2026-2027	2026	N/A	N/A	0	2	38,000
	10	2027-2028	2027	N/A	N/A	0	2	38,000
Years Following Value Limitation Period	11 through 25	2027-2042	2027-2041	N/A	N/A	0	2	38,000

Notes: See TAC 9.1051 for definition of non-qualifying jobs.  
 Only include jobs on the project site in this school district.

- C1.** Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)  Yes  No  
 If yes, answer the following two questions:
- C1a.** Will the applicant request a job waiver, as provided under 313.025(f-1)?  Yes  No
- C1b.** Will the applicant avail itself of the provision in 313.021(3)(F)?  Yes  No

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Schedule D: Other Incentives (Estimated)

Date 1/28/2017  
 Applicant Name Buckthorn Westex., LLC  
 ISD Name FT STOCKTON ISD

Form 50-296A

Revised May 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:	N/A	N/A	N/A	N/A	N/A
	City:	N/A	N/A	N/A	N/A	N/A
	Other:	N/A	N/A	N/A	N/A	N/A
Tax Code Chapter 312	County: Pecos County	2018	2018-2027	408,452	209,421	199,031
	City:	N/A		N/A	N/A	
	Other: Middle Pecos Water District	2018	2018-2027	14,145	7,253	6,892
	Other:				N/A	
Local Government Code Chapters 380/381	County:	N/A	N/A	N/A	N/A	N/A
	City:	N/A	N/A	N/A	N/A	N/A
	Other:	N/A	N/A	N/A	N/A	N/A
Freeport Exemptions	N/A	N/A	N/A	N/A	N/A	N/A
Non-Annexation Agreements	N/A	N/A	N/A	N/A	N/A	N/A
Enterprise Zone/Project	N/A	N/A	N/A	N/A	N/A	N/A
Economic Development Corporation	N/A	N/A	N/A		N/A	
Texas Enterprise Fund	N/A	N/A	N/A		N/A	
Employee Recruitment	N/A	N/A	N/A		N/A	
Skills Development Fund	N/A	N/A	N/A		N/A	
Training Facility Space and Equipment	N/A	N/A	N/A		N/A	
Infrastructure Incentives	N/A	N/A	N/A		N/A	
Permitting Assistance	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
<b>TOTAL</b>				<b>\$ 422,597</b>	<b>\$ 216,674</b>	<b>\$ 205,923</b>

Additional information on incentives for this project:

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**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

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**TAB 16***Description of Reinvestment Zone or Enterprise Zone, including:*

- a) Evidence that the area qualifies as a enterprise zone as defined by the Governor's office*
- b) Legal description of reinvestment zone\**
- c) Order, resolution, or ordinance established the reinvestment zone\**
- d) Guidelines and criteria for creating the zone\**

**16 a)** Not Applicable**16 b)** See Attached**16 c)** See Attached**16 d)** See Attached

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**EXHIBIT A  
LEGAL DESCRIPTION OF "BUCKTHORN"  
REINVESTMENT ZONE**

**Tract 1**

Block 105, Section 2, James Keller Survey, Pecos County, Texas A-3055

**Tract 2**

Block 105, Section 3, D&P RR Co., Pecos County, Texas - A - 2531

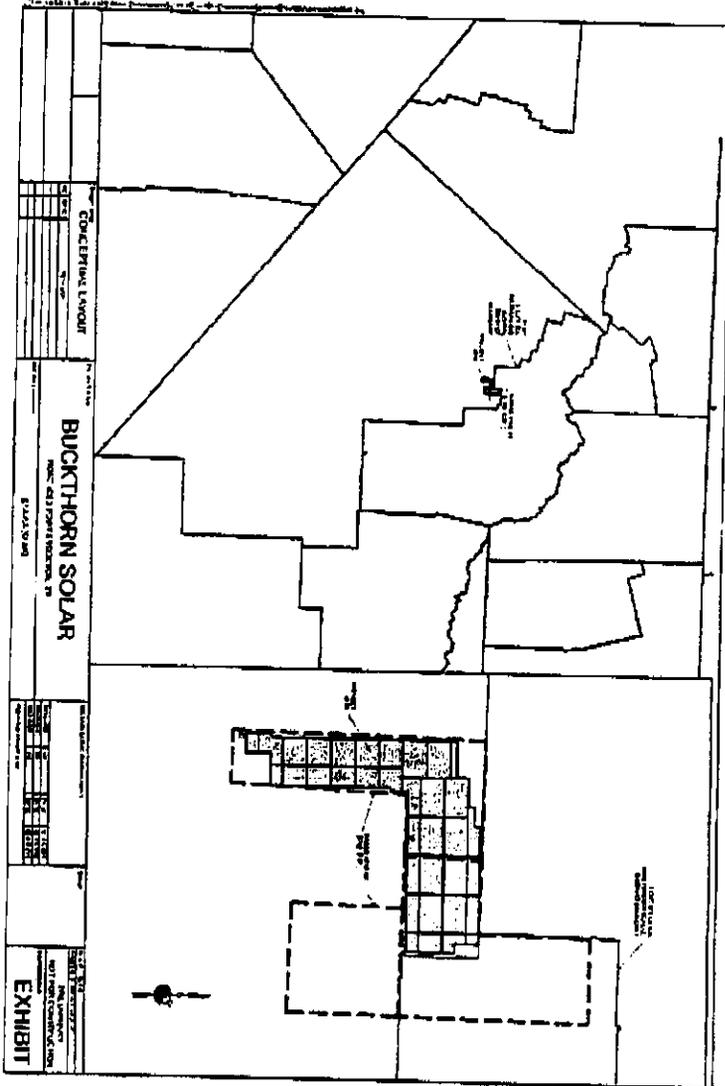
**Tract 3**

Block 105, Section 17, R.J. Barnett, Pecos County, Texas A- 4529

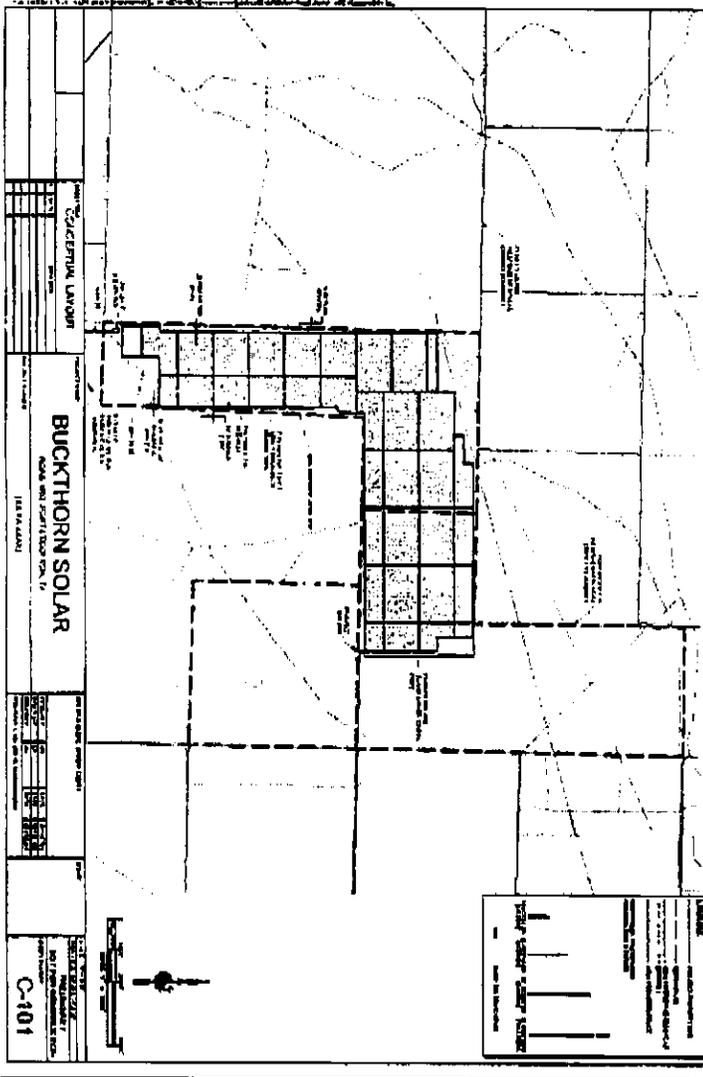
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EXHIBIT B  
MAP OF "BUCKTHORN"  
REINVESTMENT ZONE



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RESOLUTION OF THE  
PECOS COUNTY COMMISSIONERS COURT

A RESOLUTION DESIGNATING A CERTAIN AREA AS A REINVESTMENT ZONE FOR TEXAS TAX CODE CHAPTER 312 TAX ABATEMENT IN PORTIONS OF PECOS COUNTY, TEXAS, TO BE KNOWN AS THE "BUCKTHORN" REINVESTMENT ZONE; ESTABLISHING THE BOUNDARIES THEREOF; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, Pecos County, Texas, desires to promote the development or redevelopment of a certain contiguous geographic area within its jurisdiction by the creation of a reinvestment zone as authorized by the Property Redevelopment and Tax Abatement Act, as amended (V.T.C.A. Texas Tax Code § 312.401), for the purpose of authorizing a Tax Abatement Agreement, as authorized by Chapter 312 of the Texas Tax Code; and,

WHEREAS, Pecos County, Texas, (the "County") desires to encourage the retention or expansion of primary employment and to attract major investment in the County that would be a benefit to property in a reinvestment zone created by the County and that would contribute to the economic development of the County;

WHEREAS, on July 13, 2015, the Pecos County Commissioners Court held a hearing, such date being at least seven (7) days after the date of publication of the notice of such public hearing, and the delivery of written notice to the respective presiding officers of each taxing entity which includes within its boundaries real property that is to be included in the proposed reinvestment zone as described on EXHIBIT A and mapped on EXHIBIT B; and,

WHEREAS, the Pecos County Commissioners Court at such public hearing invited any interested person to appear and speak for or against (1) the creation of the reinvestment zone, and whether all or part of the territory described should be included in the proposed reinvestment zone, and (2) acceptance of an Application for Tax Abatement by Buckthorn Westex, LLC, for Pecos County to consider entering into a Tax Abatement Agreement;

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

WHEREAS, the County wishes to (1) create a reinvestment zone consisting of the same real property as described on EXHIBIT A and mapped on EXHIBIT B, and (2) accept the Application for Tax Abatement by Buckthorn Westex, LLC.

**NOW THEREFORE, BE IT RESOLVED BY THE PECOS COUNTY COMMISSIONERS COURT:**

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

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## VOL. 54 PAGE 316

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

- (a) That the public hearing on the adoption of the "Buckthorn" Reinvestment Zone has been properly called, held, and conducted, and that notices of such hearing have been published as required by law and mailed to the respective presiding officers of the governing bodies of all taxing units overlapping the territory inside the proposed reinvestment zone; and,
- (b) That the boundaries of the "Buckthorn" Reinvestment Zone be and, by the adoption of this Resolution, are declared and certified to be, the area as described in the description attached hereto as "EXHIBIT A"; and,
- (c) That the map attached hereto as "EXHIBIT B" is declared to be and (by the adoption of this Resolution) is certified to depict and to show accurately the boundaries of the "Buckthorn" Reinvestment Zone, which is normatively described in "EXHIBIT A", and further certifies that the property described in "EXHIBIT A" is inside the boundaries shown on "EXHIBIT B"; and,
- (d) That creation of the "Buckthorn" Reinvestment Zone with boundaries as described in "EXHIBIT A" and "EXHIBIT B" will result in benefits to Pecos County and to land included in the zone, and that the improvements sought are feasible and practical; and,
- (e) That the "Buckthorn" Reinvestment Zone described in "EXHIBIT A" and "EXHIBIT B" meets the criteria set forth in Texas Tax Code §312.401 for the creation of a reinvestment zone as set forth in the Property Redevelopment and Tax Abatement Act, as amended, in that it is reasonably likely that the designation will contribute to the retention or expansion of primary employment, and/or will attract major investment in the zone that will be a benefit to the property to be included in the reinvestment zone and would contribute to the economic development of Pecos County, Texas.

SECTION 3. That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, the Pecos County Commissioners Court, hereby creates a reinvestment zone under the provisions of Texas Tax Code § 312.401, encompassing the area described by the descriptions in "EXHIBIT A" and "EXHIBIT B", and such reinvestment zone is hereby designated and shall hereafter be referred to as the *Buckthorn Reinvestment Zone*.

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

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SECTION 5. That the Pecos County Commissioners Court already has found and resolved that Pecos County is eligible to enter into tax abatement agreements.

SECTION 6. That the Pecos County Commissioners Court accepts the Application for Tax Abatement submitted by Buckthorn Westex, LLC.

SECTION 7. That if any section, paragraph, clause, or provision of this resolution shall for any reason beheld to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this resolution.

SECTION 8. That it is hereby found, determined, and declared that a sufficient notice of the date, hour, place, and subject of the meeting of the Pecos County Commissioners Court, at which this resolution was adopted, was posted at a place convenient and readily accessible at all times, as required by the Texas Open Government Act, Texas Government Code, Chapter 551, as amended; and that a public hearing was held prior to the designation of such reinvestment zone, and that proper notice of the hearing was published in newspapers of general circulation in Pecos County of the State of Texas; and that, furthermore, such notice was in fact delivered to the presiding officer of any effected taxing entity as prescribed by the Property Redevelopment and Tax Abatement Act.

PASSED, APPROVED, AND ADOPTED on this 13th day of July 2015.

PECOS COUNTY, TEXAS

By: [Signature]  
The Honorable Joe Shuster  
County Judge

By: \_\_\_\_\_  
George Riggs  
Commissioner, Precinct 1

By: [Signature]  
Lupe Dominguez  
Commissioner, Precinct 2

By: \_\_\_\_\_  
J.H. Kent  
Commissioner, Precinct 3

By: [Signature]  
Santiago Cantu, Jr.  
Commissioner, Precinct 4

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JUNE 22, 2015

## PECOS COUNTY

## GUIDELINES AND CRITERIA FOR TAX ABATEMENT

## I. PURPOSE

Pecos County, herein referred to as "the County," is committed to the promotion of quality development in all parts of the County and to improving the quality of life for its citizens. In order to help meet these goals, the County will consider recommending tax abatement to stimulate growth and development. Any such incentive shall be provided in accordance with the procedures and criteria outlined in this document. However, nothing in these guidelines shall imply or suggest, or be construed to imply or suggest, that the County is under any obligation to provide any incentive to any applicant. All such applications for tax abatement shall be considered on an individual basis with regard to both the qualification for abatement and the amount of any abatement.

## II. DEFINITIONS

The attached Glossary is a list of words with their definitions that are found in this document, and the Glossary is incorporated herein by reference.

## III. GUIDELINES AND CRITERIA

Improvements eligible for abatement include the following:

Aquaculture/agriculture facility,  
Distribution center facility,  
Manufacturing facility,  
Office building,  
Regional entertainment/ tourism facility,  
Renewable power facility and fixtures,  
Research facility,  
Historic building in a designated area, or  
Other basic industry.

Requests for abatement will be evaluated according to factors including, but not limited to, the following:

- (1) Jobs. Projected new jobs created, including the number and type of new jobs, the number and type of jobs retained, the average payroll, and the number of local persons hired.

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- (2) **Fiscal Impact.** The amount of real and personal property value that will be added to the tax roll for both eligible and ineligible property, any County financed infrastructure improvements that will be required by the facility, any infrastructure improvements proposed to be made by the facility, and the compatibility of the project with the County's master plan for development.
- (3) **Community Impact.** The pollution, if any, as well as other potential negative environmental impact on the health and safety of the community resulting from the proposed project; whether the project will revitalize a depressed area; potential business opportunities for local vendors; alternative development possibilities for the proposed site; the impact on other taxing entities; and/or whether the improvement is expected to solely or primarily have the effect of transferring employment from one part of Pecos County to another.

IV. ABATEMENT AUTHORIZED

- (a) **Authorized Date.** A facility shall be eligible for tax abatement if it has applied for such abatement prior to the commencement of construction: provided, that such facility meets the criteria for granting tax abatement in reinvestment zones created by Pecos County pursuant to these Guidelines and Criteria. Property may be exempted from taxation under these guidelines for a period not to exceed the statutory limitations.
- (b) **Creation of New Value.** Abatement may only be granted for the additional value of or increase in value to eligible improvements made subsequent to the filing of an application for tax abatement and specified in the abatement agreement between the County and the property owner or lessee and lessor, subject to such limitations as the Tax Abatement Statute and these Guidelines and Criteria may require.
- (c) **New and Existing Facilities.** Abatement may be granted for new facilities and improvements to existing facilities for purposes of modernization or expansion. If the modernization project includes replacement of a facility existing at the time of application, the abated value shall be the value of the new unit(s) less the value of the old unit(s).
- (d) **Eligible Property.** Abatement may be extended to the value of buildings, structures, fixed machinery and equipment, site improvements, and office space and related fixed improvements necessary to the operation and administration of the facility.

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- (e) Ineligible Property. The following types of property shall be fully taxable and ineligible for abatement:

land,  
animals,  
inventories,  
supplies,  
tools,  
furnishings, and other forms of movable personal property (except as provided below),  
vehicles,  
vessels,  
aircraft,  
housing or residential property,  
hotels/motels,  
fauna,  
flora,  
retail facilities, except when housed in an historic structure, within the designated downtown district,  
any improvements including those involved in the production, storage or distribution of natural gas or fluids that are not integral to the operation of the facility, and

Property owned or used by the State of Texas or its political subdivisions or by any organization owned, operated or directed by a political subdivision of the State of Texas. This provision shall not be interpreted to disallow abatement for property located in the Pecos County Industrial Park. Nor shall this provision be interpreted to disallow abatement where the eligible property to be abated may be located on or affixed to land owned by the State or a subdivision of the State, but is wholly owned by the party seeking the abatement.

Equipment constituting personal property located in the reinvestment zone shall remain eligible for abatement provided the equipment is awaiting installation to become a permanent part of a fixture located or to be constructed in the reinvestment zone that is or will be eligible for property tax abatement, including any replacement parts.

- (f) Owned/Leased Facilities. If leased property is granted abatement, the agreement shall be executed with the lessor and lessee. If the eligible property to be abated is located on or affixed to leased land, but is wholly owned by the party seeking the abatement, the agreement shall be executed only with the owner of the property to be abated.

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- (g) Value and Term of Abatement. Abatement shall be granted effective with the January 1 valuation date immediately following the date of execution of the agreement. The value of new eligible properties shall be abated according to the approved agreement between the applicant and the governing body. The governing body, in its sole discretion, shall determine the amount of any abatement.

The abatement may be extended from the date of the initial agreement by modification provided the statutory requirements for modification are met.

- (h) Construction in Progress. If a qualifying facility has not been placed in service as of January 1 following execution of the abatement agreement, the taxpayer may apply for a one-year extension of the term of abatement. Said extension must be applied for prior to the end of the calendar year in which the abatement agreement is executed.
- (i) Taxability. From the execution of the abatement contract to the end of the agreement period, taxes shall be payable as follows:
- (1) The value of ineligible property as provided in Part IV(e) shall be fully taxable.
  - (2) The base year value of existing eligible property, meaning the value of the property for the year in which the abatement agreement is executed, shall be fully taxable.
  - (3) The additional value of eligible property shall be taxable as provided for by the applicable abatement agreement between the owner and the County.

V. APPLICATION FOR TAX ABATEMENT

- (a) Any present or potential owner of taxable property in Pecos County may request the creation of a reinvestment zone and tax abatement by filing a written request with the County.
- (b) The application shall consist of a completed application form accompanied by:
- (1) a general description of the proposed use and the general nature and extent of the modernization, expansion or new improvements to be undertaken;

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- (2) a descriptive list of the improvements that will be a part of the facility;
  - (3) a map and property description or a site plan;
  - (4) a time schedule for undertaking and completing the planned improvements;
  - (5) for modernized facilities, a statement of the assessed value of the facility, separately stated for real and personal property, for the tax year immediately preceding the application; and,
  - (6) Financial and other information as deemed appropriate for evaluating the financial capacity and other factors of the applicant.
- (c) Upon receipt of a completed application, the County receiving such application shall notify in writing the presiding officer of the legislative body of each affected jurisdiction. Before acting upon the application, the County shall through public hearings as described below afford the applicant and the designated representative of any affected jurisdiction and any member of the public the opportunity to show cause why the abatement should or should not be granted. Notice of the public hearing shall be clearly identified on an agenda of the legislative body of the County to be posted at least twenty (20) days prior to the hearing.
- (d) The County shall approve or deny the application for tax abatement within sixty (60) days after receipt of the application. The presiding officer of the County shall notify the applicant of the approval or disapproval promptly thereafter.
- (e) Statutory Requirements: Not later than the seventh (7th) day before the date of the hearing, notice of the hearing must be: (1) delivered in writing to the presiding officer of each taxing unit that includes in its boundaries real property that is to be included in the proposed reinvestment zone, and (2) published in a newspaper of general circulation in the County. At the hearing, the Commissioners Court evaluates the application against the criteria described in these guidelines and decides by majority vote whether to designate the property for which the abatement is sought as a reinvestment zone. If the reinvestment zone is designated, the Commissioners Court shall pass an order to that effect. An order designating an area as a reinvestment zone is valid for five years from the date of designation. Once the area is designated as a reinvestment zone, the Commissioners Court may then arrange to consider for approval of the tax abatement agreement between the applicant and the county, which it may do at any regularly scheduled meeting, provided notice requirements

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are met. At least seven days prior to entering into a tax abatement agreement, the County must give written notice of its intent to do so to the presiding officer of each taxing unit that includes in its boundaries real property that is to be included in the proposed reinvestment zone, along with a copy of the proposed tax abatement agreement. At the regularly scheduled meeting, the Commissioners Court may finally vote by simple majority to enter into the tax abatement agreement, or to decline.

- (f) Expedited consideration of application. If the County determines that the application should receive expedited consideration, the Commissioners Court may combine the steps described in the preceding paragraph into a single, regularly scheduled meeting of the Commissioners Court, provided the County meets the procedural prerequisites for each step.
- (g) A request for a reinvestment zone for the purpose of abatement shall not be granted if the County finds that the request for the abatement was filed after commencement of construction, alteration, or installation of improvements related to a proposed modernization, expansion, or new facility.
- (h) Variance. Requests for variance from the provisions of Subsections (a) through (e) of Part IV may be made in written form to the County Commissioners Court. Such request shall include a complete description of the circumstances explaining why the applicant should be granted a variance. Approval of the request for variance requires a three-fourths (3/4) vote of the County Commissioners Court.

#### VI. PUBLIC HEARING

- (a) If, after a public hearing, the County Commissioners Court weighs the relevant factors listed in these guidelines and determines that granting the abatement is not in the best interests of the County, the Court shall deny the abatement.
- (b) Neither a reinvestment zone nor an abatement agreement shall be authorized if it is determined that:
  - (1) There would be a substantial and unreasonable adverse affect on the provision of government services or the overall tax base of the County.
  - (2) The applicant has insufficient financial capacity.
  - (3) Planned or potential use of the property would constitute a hazard to public safety, health, or morals.

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- (4) Planned or potential use of the property violates any other governmental codes or any applicable law.

VII. AGREEMENT

- (a) After approval of the tax abatement application, the County shall formally pass a resolution and execute an agreement with the owner of the facility and the lessee involved, if any, which shall include:
  - (1) Estimated value to be abated and the base year value.
  - (2) Percent of value to be abated each year.
  - (3) The commencement date and the termination date of abatement.
  - (4) The proposed use of the facility, nature of construction, time schedule for undertaking and completing the planned improvements, map, property description, and improvements list.
  - (5) Contractual obligations in the event of default, including a provision for cancellation and recapture of delinquent taxes, provisions for administration and assignment as provided herein, and any other provision that may be required for uniformity or by state law.
  - (6) Performance criteria for continuation of the abatement.
  - (7) Amount of investment and average number of jobs involved for the period of abatement.
  - (8) A provision that the contract shall meet all of the requirements of Texas Tax Code Sec. 312, et. seq.
- (b) Such agreement shall be executed within sixty (60) days after approval of the agreement.
- (c) The County shall make its own determination of abatement which shall not bind any other affected taxing entity.

VIII. RECAPTURE

- (a) In the event that the facility is completed and begins producing product or service, but subsequently discontinues production of product or service for any reason other than fire, explosion, or other casualty or accident or natural disaster for a period of more than one (1) year during the

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abatement period, then the agreement shall terminate and so shall the abatement of taxes for the calendar year during which the agreement is terminated. The taxes otherwise abated for that calendar year shall be paid to the County within sixty (60) days from the date of termination.

- (b) Should the County determine that the owner is in default of the agreement, the County shall notify the owner of the defect in writing at the address stated in the agreement, and if such defect is not cured within sixty (60) days from the date of such notice ("Cure Period"), then the agreement shall be terminated. Where cure of the proposed defect requires action undertaken over a period of time, the contract will not be considered to be in default if the performing party has undertaken efforts to cure the defect and is diligently pursuing those efforts.
- (c) In the event that the company or individual:
  - (1) allows its ad valorem taxes owed the County to become delinquent, and to remain delinquent for a period of thirty (30) days following notice of the delinquency without instituting proper legal procedures for their protest and/or contest; or
  - (2) violates in a way any of the terms and conditions of the abatement agreement and fails to cure same during the Cure Period;

the agreement shall be terminated and all taxes previously abated by virtue of the agreement will be recaptured and paid within sixty (60) days of the termination. A failure to abide by estimated timelines for construction will not be considered to be a material breach of this agreement, provided the owner makes a reasonable effort to meet the estimated timeline.

IX. ADMINISTRATION

- (a) The Chief Appraiser of the Pecos County Appraisal District shall annually determine an assessment of the real and personal property comprising the reinvestment zone. Each year the company or individual receiving the abatement shall furnish the designee of the County with such information as may be necessary to determine continued eligibility for abatement. Once the value has been established, the Chief Appraiser shall notify the County of the amount of assessment. Additionally, the County designee shall notify the County of the number of new or retained employees associated with the facility or generated by the abatement agreement. Once value has been established, the Chief Appraiser shall notify the affected taxing jurisdictions of the amount of the assessment.

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- (b) The agreement shall stipulate that employees and/or designated representatives of the County will have access to the reinvestment zone during the term of the abatement to inspect the facility to determine if the terms and conditions of the agreement are being met. All inspections will be made only after the giving of twenty-four (24) hours prior notice and will only be conducted in such manner as to prevent unreasonable interference with the construction and/or operation of the facility. All inspections will be made with one or more representatives of the owner in accordance with its safety standards.
- (c) Upon completion of construction the County shall annually evaluate each facility and report possible violations of the contract and/or agreement to the County.
- (d) All proprietary information acquired by the County for purposes of monitoring compliance with the terms and conditions of an abatement agreement shall be considered confidential.

## X. ASSIGNMENT

- (a) Abatement may be transferred and assigned by the owner to a new owner of the same property upon approval by resolution of the County Commissioners Court, subject to the financial capacity of the assignee and provided that the agreement is modified to substitute the assignee as a party to the agreement.
- (b) Any such modification shall not exceed the termination date of the abatement agreement with the original owner.
- (c) No assignment or transfer shall be approved if either the parties to the existing agreement or the proposed assignee is liable to the County for outstanding taxes or other obligations.
- (d) Approval shall not be unreasonably withheld. Upon a finding that the proposed assignee is capable of performing the obligations under the agreement, financially and otherwise, approval of the assignment will not be withheld.

## XI. SUNSET PROVISION

- (a) These guidelines are effective upon the date of their adoption and will remain in force for two (2) years, at which time all reinvestment zones and tax abatement contracts created pursuant to its agreements will be reviewed by the County to determine whether the goals of these guidelines

and the Tax Abatement Statute have been achieved. Based on that review, these guidelines may be modified, renewed or eliminated. Such actions shall not affect existing contracts.

- (b) Prior to the date for review, as defined above, these Guidelines may be modified by a two-thirds (2/3) vote of the County Commissioners Court, as provided for by the laws of the State of Texas.

XII. SEVERABILITY AND LIMITATIONS

- (a) In the event that any section, clause, sentence, paragraph, or any part of these guidelines is, for any reason, adjudged by any court of competent jurisdiction to be invalid, such invalidity shall not affect, impair, or invalidate the remainder of the guidelines.
- (b) Property that is in a reinvestment zone and that is owned or leased by a member of the County Commissioners Court is excluded from property tax abatement.
- (c) If this Guideline Statement has omitted any mandatory requirement of the applicable tax abatement laws of the State of Texas, then such requirement is hereby incorporated as a part of these guidelines.

XIII. These Guidelines and Criteria do not affect the County's right to enter into abatement agreements for property located within the City of Fort Stockton pursuant to the existing agreement between the County and the City, regardless of whether such abatement agreements meet the criteria announced by these Guidelines.

An Administrative Fee of \$1,000.00 must accompany any Application to be reviewed by Pecos County.

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## GLOSSARY

- (a) "Abatement" means the full or partial exemption from ad valorem taxes of certain real property in a reinvestment zone designated by the County or a City for economic development purposes.
- (b) "Aquaculture/Agriculture Facility" means buildings, structures and major earth structure improvements, including fixed machinery and equipment, the primary purpose of which is of food and/or fiber products in commercially marketable quantities.
- (c) "Affected jurisdiction" means Pecos County and any municipality, or school district, the majority of which is located in Pecos County that levies ad valorem taxes upon and/or provides services to property located within the proposed or existing reinvestment zone designated by Pecos County or any municipality.
- (d) "Agreement" means a contractual agreement between a property owner and/or a lessee and the affected jurisdiction for the purpose of tax abatement.
- (e) "Base year value" means the assessed value of eligible property on January 1 preceding the execution of the agreement plus the agreed upon value of eligible property improvements made after January 1, but before the filing of an application for tax abatement.
- (f) "Deferred maintenance" means improvements necessary for continued operations which do not improve productivity or alter the process technology.
- (g) "Distribution Center Facility" means building and structures, including machinery and equipment, used or to be primarily used to receive, store, service or distribute goods or materials owned by the facility, from which a majority of revenues generated by activity at the facility are derived from out of Pecos County.
- (h) "Expansion" means the addition of buildings, structures, machinery or equipment for purposes of increasing production capacity.
- (i) "Facility" means property improvements completed or in the process of construction which together comprise an integral whole or group.
- (j) "Manufacturing Facility" means buildings and structures, including machinery and

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equipment, the primary purpose of which is or will be the manufacture of tangible goods or materials or the processing of such goods or materials by physical or chemical change.

- (k) "Modernization" means the upgrading and or replacement of existing facilities which increases the productive input or output, updates the technology or substantially lowers the unit cost of the operation. Modernization may result from the construction, alteration or installation of buildings, structures, fixed machinery or equipment. It shall not be for the purpose of reconditioning, refurbishing or repairing.
- (l) "New Facility" means improvements to real estate previously undeveloped which is placed into service by means other than or in conjunction with expansion or modernization.
- (m) "New Job(s)" means newly created employment position on a full-time permanent basis. Two or more part-time permanent employees totaling an average of not less than 40 hours per week may be considered as one full-time permanent employee.
- (n) "Office Building" means a new office building.
- (o) "Other Basic Industry" means buildings and structures, including fixed machinery and equipment not elsewhere described, used or to be used for the production of products or services which serve a market primarily outside the County and results in the creation of new permanent jobs and new wealth in the County.
- (p) "Productive Life" means the number of years a property improvement is expected to be in service in a facility.
- (q) "Regional Entertainment/Tourism Facility" means buildings and structures, including fixed machinery and equipment, use or to be used to provide entertainment and/or tourism related services, from which a majority of revenues generated by activity at the facility are derived from outside Pecos County.
- (r) "Research Facility" means buildings and structures, including fixed machinery and equipment, used or to be used primarily for research or experimentation to improve or develop

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new tangible goods or materials or to improve or develop the production processes thereto.

- (s) "Regional Service Facility" means buildings and structures, including fixed machinery and equipment, used or to be used to provide a service from which a majority of revenues generated by activity at the facility are derived from outside Pecos County.
- (t) "Renewable Power Facility" means buildings and structures, including fixed machinery and equipment affixed to the land used or to be used to produce, transmit, or distribute power from a renewable or non-depletable power source.

3-7-17

**Buckthorn Westex, LLC**

Chapter 313 Application to Fort Stockton ISD

Cummings Westlake, LLC

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**TAB 17**

*Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative (applicant)*

See Attached



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 -> RALPH TRAYNHAM Superintendent
Print Name (Authorized School District Representative) Title

sign here -> Ralph Traynham 2-27-2017
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 -> Craig Cornelius President, Buckthorn Westex, LLC
Print Name (Authorized Company Representative (Applicant)) Title

sign here -> [Signature] February 15, 2017
Signature (Authorized Company Representative (Applicant)) Date

See Attached

GIVEN under my hand and seal of office this, the
day of

Notary Public in and for the State of Texas

(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 Section 37.10.

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A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

**CALIFORNIA ALL-PURPOSE  
CERTIFICATE OF  
ACKNOWLEDGEMENT**

State of California )

County of San Francisco ) ss

On February 15, 2017, before me, J.M. Bergman, Notary Public, personally appeared Craig Cornelius as President of Buckthorn Westex, LLC, on behalf of the company, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



J. M. Bergman  
Notary Public  
Name: J.M. Bergman  
Commission expires: November 20, 2017

(Seal)