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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

October 3, 2016

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

RE: Application to the Lohn Independent School District from Rattlesnake Power, LLC

(First Qualifying Year 2016; First Year of Value Limitation 2017)

To the Local Government Assistance & Economic Analysis Division:

On August 10, 2016, Rattlesnake Power, LLC submitted an amended application to the school district for project #1096. The request to amend the agreement is to update the start of the limitation period to reflect that commercial operations will not begin prior to the end of 2016. The amendment will not result in a change to the qualifying time period.

The following pages of the original application deemed complete as of November 17, 2015 have been amended:

- Section 2, #1 Authorized Company Representative has been updated
- Section 9-Project timeline has been updated to reflect current estimated date of commercial operations
- Proof of payment of amended application fee
- Tab 4, Project Description has been updated to reflect the current construction schedule
- Schedules A-D have been updated

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

Letter to Local Government Assistance & Economic Analysis Division

October 3, 2016

Page 2 of 2

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: McCulloch County Appraisal District

Rattlesnake Power, LLC

Lohn Independent School District



Application for Appraised Value Limitation on Qualified Property

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

Kevin	O'Hanlon
First Name	Last Name
Attorney	
Title	
O'Hanlon, McCollom & Demerath	
Firm Name	
512-494-9949	512-494-9919
Phone Number	Fax Number
	mhanley@808west.com
	Email Address

4. On what date did the district determine this application complete? 9/1
5. Has the district determined that the electronic copy and hard copy are identical? ☒ Yes ☐ No

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

Lynlee	Moffatt
First Name	Last Name
Senior Counsel	Goldwind Americas
Title	Organization
20 N. Wacker Dr., Suite 1375	
Street Address	
20 N. Wacker Dr., Suite 1375	
Mailing Address	
Chicago	IL
City	State
(312) 948-8029	60606
Phone Number	ZIP
	(312) 948-8051
	Fax Number
	lyager_ext@goldwindamericas.com
	Business Email Address

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

2a. If yes, please fill out contact information for that person.

First Name	Last Name
Title	Organization
Street Address	
Mailing Address	
City	State
	ZIP
Phone Number	Fax Number
Mobile Number (optional)	Business Email Address

3. Does the applicant authorize the consultant to provide and obtain information related to this application? ☒ Yes ☐ No



Application for Appraised Value Limitation on Qualified Property

SECTION 9: Projected Timeline

1. Application approval by school board March 28, 2016
2. Commencement of construction Q1 - 2017
3. Beginning of qualifying time period March 28, 2016
4. First year of limitation 2019
5. Begin hiring new employees December 2018
6. Commencement of commercial operations December 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)? ☒ Yes ☐ No
Note: Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service? December 2018

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located McCulloch County
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property McCulloch CAD
3. Will this CAD be acting on behalf of another CAD to appraise this property? ☒ Yes ☐ 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: <u>McCulloch, \$0.483129, 100%</u> <small>(Name, tax rate and percent of project)</small>	City: <u>N/A</u> <small>(Name, tax rate and percent of project)</small>
Hospital District: <u>H.O.T. Hosp. Dist., \$0.122254, 100%</u> <small>(Name, tax rate and percent of project)</small>	Water District: <u>Hickory UWCD #1, \$0.035, 100%</u> <small>(Name, tax rate and percent of project)</small>
Other (describe): <u>N/A</u> <small>(Name, tax rate and percent of project)</small>	Other (describe): <u>N/A</u> <small>(Name, tax rate and percent of project)</small>
5. Is the project located entirely within the ISD listed in Section 1? ☒ Yes ☐ No
 - 5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
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 ☒ No
 - 6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

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? 5,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 15,000,000.00
Note: The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? ☒ 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? ☒ Yes ☐ No

Rattlesnake Power, LLC

Chapter 313 Application to Lohn ISD

Cummings Westlake, LLC

TAB 2

Proof of Payment of Application Fee

Please find on the attached page, a copy of the check for the \$75,000 application fee originally paid to Lohn Independent School District for the first submission of the application. Also attached is a copy of the check for \$25,000 fee paid to the School District for this amendment.

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

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

Rattlesnake Power, LLC

Chapter 313 Application to Lohn 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.

Detailed Description of Project

The Rattlesnake Wind Project ("Rattlesnake" or the "Project") is a proposed wind energy generation project located in McCulloch County Texas. The Project is anticipated to consist of 64 wind turbines which when operational will be capable of generating 160 MW. Additional Project facilities will include a Project Operations and Maintenance Facility, a main project substation, and a 16 mile transmission line to connect the project to the existing electrical grid. The Project is situated on an uprising known as the Brady Mountains. The ridgeline runs predominantly east-west which runs perpendicular to the prevailing wind direction. The Project area is comprised almost entirely of rangeland (>90 %), utilized for grazing, hunting and off-road recreation and is well suited for a wind farm. The project will be located on approximately 12,000 acres of private land which has been leased under a 30 year wind lease. The project is planned to be interconnected to LCRA's 345kV system located approximately 15 miles north of the Project. Private easements have been obtained for the transmission line connecting the project to LCRA's existing system.

The proposed project will include but is not limited to the following:

- 64 turbines, 12 of which will be located in Lohn ISD
- There will be underground and potentially overhead medium voltage electric cabling connecting the turbines to the project substation.
- The project will be connected by a series of private gravel roads
- The project will require a 345kV substation, however this substation will be located in Brady ISD
- The project will have a 345kV high-voltage transmission line which will be approximately 16 miles long, however this transmission line will be located in Brady ISD
- The project will have a single Operations & Maintenance Building which will house spare parts, have mechanics bays and about 2000 sq ft of office space. However, this O&M building will be located in Brady ISD

Rattlesnake Power, LLC

Chapter 313 Application to Lohn ISD

Cummings Westlake, LLC

- The project will have meteorological equipment to measure weather conditions and wind speeds final location of measurement tower(s) will depend on the final turbine selection and project finance requirements

Full construction of the Project is anticipated to begin in the 1st Quarter of 2018 with completion by December 31, 2018.

**NOTE:* The map in TAB 11 shows the potential locations of the 12 wind turbines within Lohn ISD boundaries; however, the final number of turbines and the location of each of these facilities is dependent upon ongoing negotiations with power purchasers and other factors.

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

Date **8/8/2016**
 Applicant Name **RATTLESNAKE POWER, LLC**
 ISD Name **LOHN ISD**

Form 50-286A
 Revised May 2014

PROPERTY INVESTMENT AMOUNTS

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

				[Estimated Investments in next year. Do not pre-announced vacancy]				
			Column A	Column B	Column C	Column D	Column E	
			New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Other new investment made during this year that may become Qualified Property [SEE NOTE]	Total Investment (Sum of Columns A+B+C+D)	
Investment made before filing complete application with district	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Not eligible to become Qualified Property			0	
Investment made after filing complete application with district, but before final board approval of application	-	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2016	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	
Complete tax years of qualifying time period	QTP1	2017-2018	2017	0	0	0	0	
	QTP2	2018-2019	2018	38,250,000	0	0	38,250,000	
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]			38,250,000	0	0	0	38,250,000	
				Enter amounts from TOTAL row above in Schedule A2				

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

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 added to existing property—described in SECTION 13, question #3 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.

Schedule A2: Total Investment for Economic Impact (Including Qualified Property and other Investments)

PROPERTY INVESTMENT AMOUNTS									
(Estimated investment in each year. Do not put cumulative totals.)									
		Column A	Column B	Column C	Column D	Column E			
		New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will not become Qualified Property (SEE NOTE)	Other investment made during this year that will become Qualified Property (SEE NOTE)	Total Investment (A+B+C+D)			
Total Investment from Schedule A1*	-	38,250,000	0	0	0	38,250,000			
Each year prior to start of value limitation period**	0 <td>0</td> <td>0</td> <td>0</td> <td>0</td> <td>0</td>	0	0	0	0	0			
	2017-2018	2017							
	2018-2019	2018							
	2019-2020	2019	0	0	0	0			
	2020-2021	2020	0	0	0	0			
	2021-2022	2021	0	0	0	0			
	2022-2023	2022	0	0	0	0			
	2023-2024	2023	0	0	0	0			
	2024-2025	2024	0	0	0	0			
	2025-2026	2025	0	0	0	0			
	2026-2027	2026	0	0	0	0			
	2027-2028	2027	0	0	0	0			
	2028-2029	2028	0	0	0	0			
Total Investment made through limitation		38,250,000	0	0	0	43,050,000			
	11	2029-2030	2029	480,000		480,000			
	12	2030-2031	2030	480,000		480,000			
	13	2031-2032	2031	480,000		480,000			
	14	2032-2033	2032	480,000		480,000			
	15	2033-2034	2033	480,000		480,000			
	16	2034-2035	2034	480,000		480,000			
	17	2035-2036	2035	480,000		480,000			
	18	2036-2037	2036	480,000		480,000			
	19	2037-2038	2037	480,000		480,000			
	20	2038-2039	2038	480,000		480,000			
	21	2039-2040	2039	480,000		480,000			
	22	2040-2041	2040	480,000		480,000			
	23	2041-2042	2041	480,000		480,000			
	24	2042-2043	2042	480,000		480,000			
	25	2043-2044	2043	480,000		480,000			
Additional years for 25 year economic impact as required by 313.026(c)(1)									

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

Date
Applicant Name
ISD Name

8/8/2016
RATTLESNAKE POWER, LLC
LOHN ISD

Form 50-296A
Revised May 2014

Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new 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
Value Limitation Period	0	2017-2018	2017	0	0	0	0	0	0
	1	2018-2019	2018	0	0	0	0	0	0
	2	2019-2020	2019	0	0	37,485,000	37,485,000	37,485,000	15,000,000
	3	2020-2021	2020	0	0	34,861,000	34,861,000	34,861,000	15,000,000
	4	2021-2022	2021	0	0	32,421,000	32,421,000	32,421,000	15,000,000
	5	2022-2023	2022	0	0	30,152,000	30,152,000	30,152,000	15,000,000
	6	2023-2024	2023	0	0	28,041,000	28,041,000	28,041,000	15,000,000
	7	2024-2025	2024	0	0	26,078,000	26,078,000	26,078,000	15,000,000
	8	2025-2026	2025	0	0	24,253,000	24,253,000	24,253,000	15,000,000
	9	2026-2027	2026	0	0	22,555,000	22,555,000	22,555,000	15,000,000
Continue to maintain viable presence	10	2027-2028	2027	0	0	20,976,000	20,976,000	20,976,000	15,000,000
	11	2028-2029	2028	0	0	19,508,000	19,508,000	19,508,000	15,000,000
	12	2029-2030	2029	0	0	18,533,000	18,533,000	18,533,000	15,000,000
	13	2030-2031	2030	0	0	17,606,000	17,606,000	17,606,000	15,000,000
	14	2031-2032	2031	0	0	16,726,000	16,726,000	16,726,000	15,000,000
	15	2032-2033	2032	0	0	15,890,000	15,890,000	15,890,000	15,000,000
	16	2033-2034	2033	0	0	15,096,000	15,096,000	15,096,000	15,000,000
	17	2034-2035	2034	0	0	14,341,000	14,341,000	14,341,000	15,000,000
	18	2035-2036	2035	0	0	13,624,000	13,624,000	13,624,000	15,000,000
	19	2036-2037	2036	0	0	12,943,000	12,943,000	12,943,000	15,000,000
Additional years for 25 year economic impact as required by 313.026(c)(1)	20	2037-2038	2037	0	0	12,296,000	12,296,000	12,296,000	15,000,000
	21	2038-2039	2038	0	0	11,681,000	11,681,000	11,681,000	15,000,000
	22	2039-2040	2039	0	0	11,097,000	11,097,000	11,097,000	15,000,000
	23	2040-2041	2040	0	0	10,542,000	10,542,000	10,542,000	15,000,000
	24	2041-2042	2041	0	0	10,015,000	10,015,000	10,015,000	15,000,000
	25	2042-2043	2042	0	0	9,562,500	9,562,500	9,562,500	15,000,000
		2043-2044	2043	0	0	9,562,500	9,562,500	9,562,500	15,000,000

1096-Amendment 001
October 3, 2016

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.

Date 8/8/2016
Applicant Name RATTLESNAKE POWER, LLC
ISD Name LOHN ISD

Schedule C: Employment Information

Form 50-296A
Revised May 2014

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B		Column C	Column D
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTEs or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	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	2017-2018	2017	N/A	0	0	0	0
	0	2018-2019	2018	40 FTE avg., 90 FTE peak	37,534	0	0	0
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2019-2020	2019	N/A	N/A	0	1	44,000
	2	2020-2021	2020	N/A	N/A	0	1	44,000
	3	2021-2022	2021	N/A	N/A	0	1	44,000
	4	2022-2023	2022	N/A	N/A	0	1	44,000
	5	2023-2024	2023	N/A	N/A	0	1	44,000
	6	2024-2025	2024	N/A	N/A	0	1	44,000
	7	2025-2026	2025	N/A	N/A	0	1	44,000
	8	2026-2027	2026	N/A	N/A	0	1	44,000
	9	2027-2028	2027	N/A	N/A	0	1	44,000
	10	2028-2029	2028	N/A	N/A	0	1	44,000
Years Following Value Limitation Period	11 through 25	2029-2044	2029-2043	N/A	N/A	0	1	44,000

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)
If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)?

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)?

Yes ☒ No ☐
Yes ☒ No ☐
Yes ☐ No ☒

Date 8/8/2016
Applicant Name RATTLESNAKE POWER, LLC
ISD Name LOHN ISD

Schedule D: Other Incentives (Estimated)

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: McCulloch County	2019	10 Years	\$ 134,400	\$ 73,000	\$ 61,400
	City:	N/A	N/A	N/A	N/A	N/A
	Other: H.O.T. Hosp. District	2019	10 Years	\$ 32,100	\$ 17,200	\$ 14,900
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
Freight 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	N/A	N/A
Texas Enterprise Fund	N/A	N/A	N/A	N/A	N/A	N/A
Employee Recruitment	N/A	N/A	N/A	N/A	N/A	N/A
Skills Development Fund	N/A	N/A	N/A	N/A	N/A	N/A
Training Facility Space and Equipment	N/A	N/A	N/A	N/A	N/A	N/A
Infrastructure Incentives	N/A	N/A	N/A	N/A	N/A	N/A
Permitting Assistance	N/A	N/A	N/A	N/A	N/A	N/A
Other:	N/A	N/A	N/A	N/A	N/A	N/A
Other:	N/A	N/A	N/A	N/A	N/A	N/A
Other:	N/A	N/A	N/A	N/A	N/A	N/A
Other:	N/A	N/A	N/A	N/A	N/A	N/A
TOTAL				166,500		76,300

Additional information on incentives for this project:

Annual estimate of incentives are based on 10 year average

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

Leon Freeman

Print Name (Authorized School District Representative)

Superintendent

Title

sign
here

Leon Freeman

Signature (Authorized School District Representative)

8-10-16

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

Lynlee Moffatt

Print Name (Authorized Company Representative (Applicant))

Authorized signatory

Title

sign
here

Lynlee Moffatt

Signature (Authorized Company Representative (Applicant))

August 08, 2016

Date



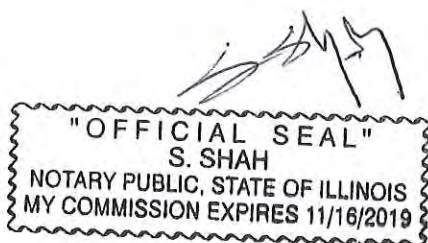
GIVEN under my hand and seal of office this, the

08 day of August 2016

S. Shah
Notary Public in and for the State of Texas *junior 2016 ssom*

My Commission expires: 11.16.2016

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.



"This is an original document"

Lynlee Moffatt
Lynlee Moffatt

State of Illinois - County of Cook 8-8-16
Signed and attested before me on (Date) by