

UNDERWOOD

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June 19, 2018

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

Via Email and Federal Express

Re: App 1146-Wildorado ISD-Canadian Breaks LLC

Dear Stephanie:

Enclosed please find a hard copy of the fully executed Amendment No. 2 to the Agreement for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes between the above-noted parties. A CD containing these documents is also enclosed.

Please feel free to contact us if you require anything further.

Sincerely,



Fred A. Stormer

Encl.

NES653MB0DAB7K

cc: Brandon Budde, Ryan

via email

**AMENDMENT NO. 2
TO AGREEMENT FOR LIMITATION ON APPRAISED VALUE
OF PROPERTY FOR SCHOOL DISTRICT MAINTENANCE AND
OPERATIONS TAXES BETWEEN WILDORADO INDEPENDENT
SCHOOL DISTRICT AND CANADIAN BREAKS LLC
APPLICATION NO. 1146**

This Amendment No. 2 to the Agreement For Limitation On Appraised Value Of Property For School District Maintenance And Operations Taxes, dated as of May 9, 2017 (“**Amendment No. 1**”), is executed and delivered by and between **WILDORADO INDEPENDENT SCHOOL DISTRICT** (the “**District**”), a lawfully created independent school district of the State of Texas operating under and subject to the TEXAS EDUCATION CODE, and **CANADIAN BREAKS LLC**, a Delaware limited liability company, Texas Taxpayer Identification Number 32038742105 (“**Applicant**”). The Applicant and the District may hereafter be referred to together as the “**Parties**” and individually as a “**Party**.” Undefined capitalized terms herein shall have the meaning given to them in the Agreement.

WITNESSETH:

WHEREAS, on or about December 14, 2016, pursuant to Chapter 313 of the Texas Tax Code (the “Code”), after conducting a public hearing on the matter, the District made factual findings, and passed, approved, and executed that certain Agreement for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes between the District and the Applicant, which was amended by the Parties by Amendment No. 1 dated May 9, 2017 (the “**Agreement**”);

WHEREAS, pursuant to Section 10.2 of the Agreement, the Applicant has provided notice that it seeks to expand the reinvestment zone area, which will thereby expand the Project location boundary. This expansion results in a change to Exhibit 1, Exhibit 2, and Exhibit 3.

WHEREAS, the Parties notified the Texas Comptroller of Public Accounts (the “**Comptroller**”) of the Amended Application and the request for this Amendment No. 2 on June 6, 2018, and the Comptroller issued its notice of completeness letter on June 11, 2018, issued its amended certification of the Amended Application on June 11, 2018, and approved the form of this Amendment No. 2 on June 11, 2018; and

WHEREAS, on June 18, 2018, after conducting a public hearing and providing interested persons an opportunity to be heard on the matter, the Board of Trustees determined that this Amendment No. 2 is in the best interest of the District and the State of Texas and is consistent with and authorized by Chapter 313 of the Code, and hereby approves the form of this Amendment No. 2 and authorized the District’s representative, whose signature appears below, to execute and deliver this Amendment No. 2 to the Applicant;

NOW, THEREFORE, in consideration of the foregoing recitals, the mutual benefit to be derived by the Parties and other good and valuable considerations, the receipt and adequacy of

which is hereby acknowledged, the Parties, intending to be legally bound, do hereby covenant and agree to amend the Agreement as follows:

1. **Amendment.**

- a. **EXHIBIT 1.** **EXHIBIT 1** of the Agreement shall be deleted and replaced with **EXHIBIT 1** attached hereto.
- b. **EXHIBIT 2.** **EXHIBIT 2** of the Agreement shall be deleted and replaced with **EXHIBIT 2** attached hereto.
- c. **EXHIBIT 3.** **EXHIBIT 3** of the Agreement shall be deleted and replaced with **EXHIBIT 3** attached hereto.

2. **Effect.** Except as modified and amended by the terms of this Amendment No. 2, all of the terms, conditions, provisions and covenants of the Agreement are ratified and shall remain in full force and effect, and the Agreement and this Amendment No. 2 shall be deemed to constitute a single instrument or document. Should there be any inconsistency between the terms of this Amendment No. 2 and the Agreement; the terms of this Amendment No. 2 shall prevail. A copy of this Amendment No. 2 shall be delivered to the Oldham County and Deaf Smith County Appraisal Districts and to the Texas Comptroller to be posted to the Texas Comptroller's internet website. A copy of this Amendment shall be recorded with the official Minutes of the meeting at which it has been approved and a copy of this Amendment shall also be recorded with the Findings of Fact in the official Minutes of the meeting of December 14, 2016.

3. **Binding on Successors and Assigns.** The Agreement, as amended by this Amendment No. 2, shall be binding upon and inure to the benefit of the Parties and each other person and entity having any interest therein during their ownership thereof, and their respective successors and assigns.

4. **Counterparts.** This Amendment No. 2 may be executed in counterparts, each of which shall be deemed an original and all of which when taken together shall constitute one and the same document.

IN WITNESS HEREOF, the District and Applicant have caused this Amendment No. 2 to be executed and delivered by their duly authorized representatives as of the Effective Date.

[signatures follow on next page]

APPROVED AND EFFECTIVE as of the 18th day of June, 2018.

CANADIAN BREAKS LLC

BY: 

NAME: THOMAS HOULE

TITLE: PRESIDENT

WILDORADO INDEPENDENT SCHOOL
DISTRICT

BY: 

NAME: SHANNON LEAVITT

TITLE: BOARD MEMBER

ATTEST:

BY: 

NAME: JEFF MUIR

TITLE: AUTHORIZED SIGNATORY

BY: 

NAME: Shane Jackson

TITLE: Board Secretary

EXHIBIT 1

DESCRIPTION AND LOCATION OF ENTERPRISE OR REINVESTMENT ZONE

The Oldham County Commissioners Court created Oldham County Reinvestment Zone #6 by Resolution dated October 15, 2013. The Deaf Smith County Commissioners Court created Deaf Smith County Reinvestment Zone 2013-02 by Resolution Dated September 23, 2013, and created Deaf Smith County Reinvestment Zone 2018-01 by Resolution Dated May 22, 2018. Each Reinvestment Zone is described and depicted as follows:

Oldham County Reinvestment Zone #6:

That portion of Section 6, Block K5, AB&M Survey lying in Oldham County, Texas.

That portion of Section 15, Block K5, ACH&B Survey, lying in Oldham County, Texas

Those portions of Sections 26 and 35, Block K5, TWNG RR CO Survey, lying in Oldham County, Texas

That portion of Section 3, Block G, F B Gouldy Survey, lying in Oldham County, Texas

That portion of Section 46, Block K5, TT RR CO Survey, lying in Oldham County, Texas

All of Section 1, Block Z3, H&W Survey, Oldham County, Texas.

All of Section 7, Block K5, D&W RR CO Survey, Oldham County, Texas.

All of Section 14, Block K5, ACH&B Survey, Oldham County, Texas.

All of Section 27, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 34, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 47, Block K5, TT RR CO Survey, Oldham County, Texas.

All of Section 48, Block K5, TT RR Co Survey, Oldham County, Texas.

All of Section 33, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 28, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 13, Block K5, ACH&B Survey, Oldham County, Texas.

All of Section 8, Block K5, D&W RR CO Survey, Oldham County, Texas.

All of Section 18, Block Z3, RT CO Survey, Oldham County, Texas.

All of Section 19, Block Z3, RT CO Survey, Oldham County, Texas.

All of Section 9, Block K5, D&W RR CO Survey, Oldham County, Texas.

All of Section 12, Block K5, TT RR CO Survey, Oldham County, Texas.

All of Section 11, Block K5, TT RR CO Survey, Oldham County, Texas.

All of Section 29, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 32, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 31, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 30, Block K5, TWNG RR CO Survey, Oldham County, Texas.

All of Section 7, Block H1, TT RR CO Survey, Oldham County, Texas.

All of Section 4, Block H1, TT RR CO Survey, Oldham County, Texas.

All of Section 1, Block H1, TT RR CO Survey, Oldham County, Texas.

The S/2 of Section 49, South of Hwy 40, Block K5, TT RR CO Survey, Oldham County, Texas.

Deaf Smith County Reinvestment Zone 2013-02:

All of Section 5, Block K5, AB&M Survey, Deaf Smith County, Texas
All of Section 25, Block K5, TWNG RR CO Survey, Deaf Smith County, Texas

All of Section 23, Block 8, BS&F Survey, Deaf Smith County, Texas

The North 102 acres of Section 4, Block G, A Combs Survey, lying in Deaf Smith County, Texas

That portion of Section 6, Block K5, AB&M Survey lying in Deaf Smith County, Texas.

That portion of Section 15, Block K5, ACH&B Survey, lying in Deaf Smith County, Texas

Those portions of Sections 26 and 35, Block K5, TWNG RR CO Survey, lying in Deaf Smith County, Texas

That portion of Section 3, Block G, F B Gouldy Survey, lying in Deaf Smith County, Texas

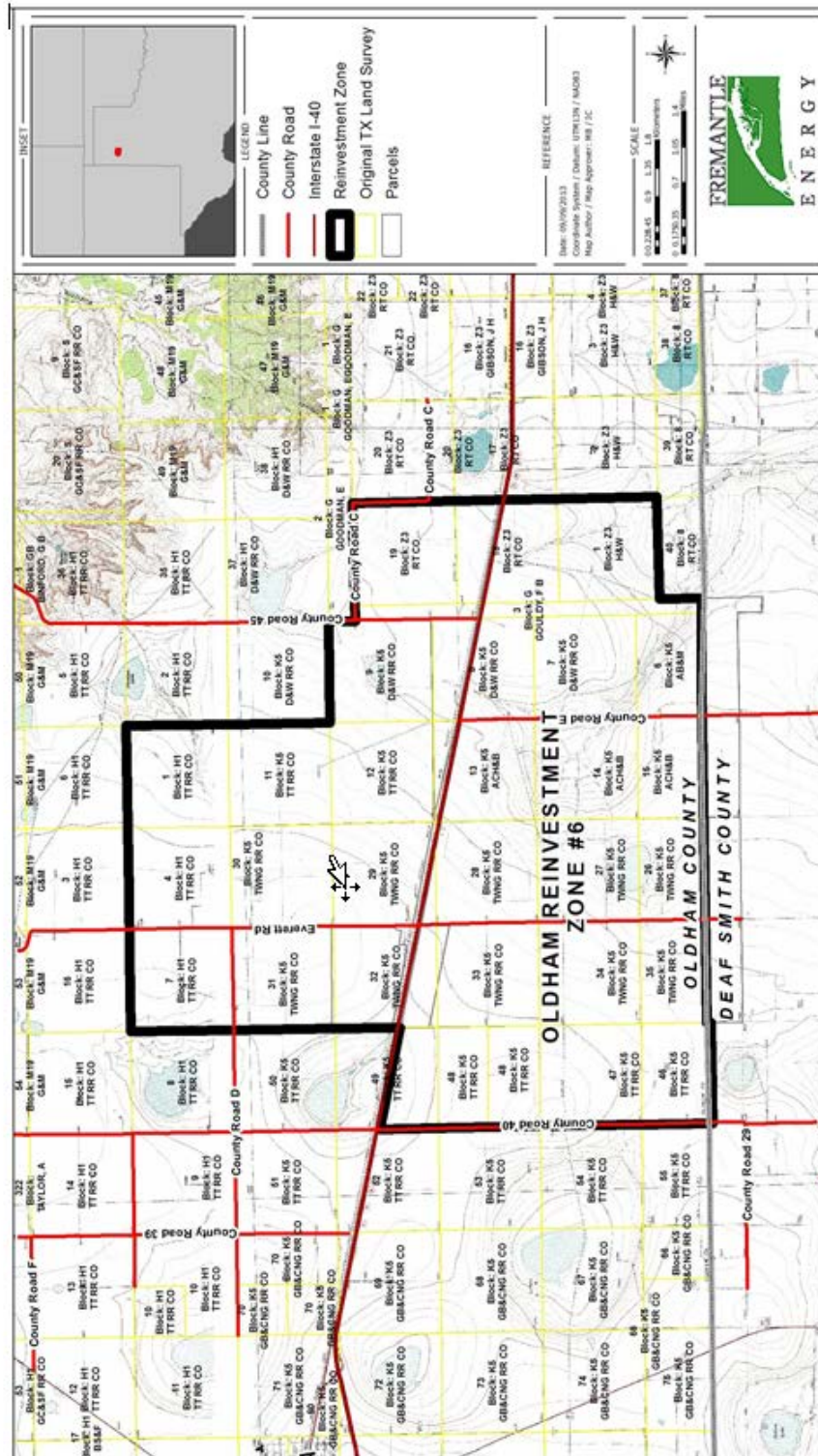
Deaf Smith County Reinvestment Zone 2018-01:

All of Section 4, Block K5, AB&M Survey, Deaf Smith County, Texas

All of Section 3, Block K5, AB&M Survey, Deaf Smith County, Texas

The North ¼ of Section 2, Block K5, AB&M Survey, Deaf Smith County, Texas

MAP OF OLDHAM COUNTY REINVESTMENT ZONE #6



Agreement for Limitation on Appraised Value
 Between Wildorado ISD and Canadian Breaks LLC
 (App No. 1146), June 18, 2018
 Exhibit 1

Texas Economic Development Act Agreement
 Comptroller Form 50-826 (January 2016)

CANADIAN BREAKS

EXHIBIT B - DEAF SMITH COUNTY REINVESTMENT ZONE

LEGEND

- Public Roads
- County Line
- Interstate I-40
- Reinvestment Zone

SCALE

0 0.2 0.4 0.8 1.2 1.6 Miles

0 0.2 0.5 1 1.5 2 Kilometers

REFERENCE

Date: 08/21/2013
Coordinate System: Datum: NAD83 / UTM
Map Author / Map Approver: P87 / C

INSET

OLDHAM COUNTY

DEAF-SMITH COUNTY

REINVESTMENT ZONE

County Road 45

County Road 44

County Road 43

County Road 42

County Road 41

County Road 40

County Road 39

County Road 38

County Road 37

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EXHIBIT 1

MAP OF DEAF SMITH COUNTY REINVESTMENT ZONE 2018-01

EXHIBIT B - MAP OF DEAF SMITH COUNTY REINVESTMENT ZONE 2018-01

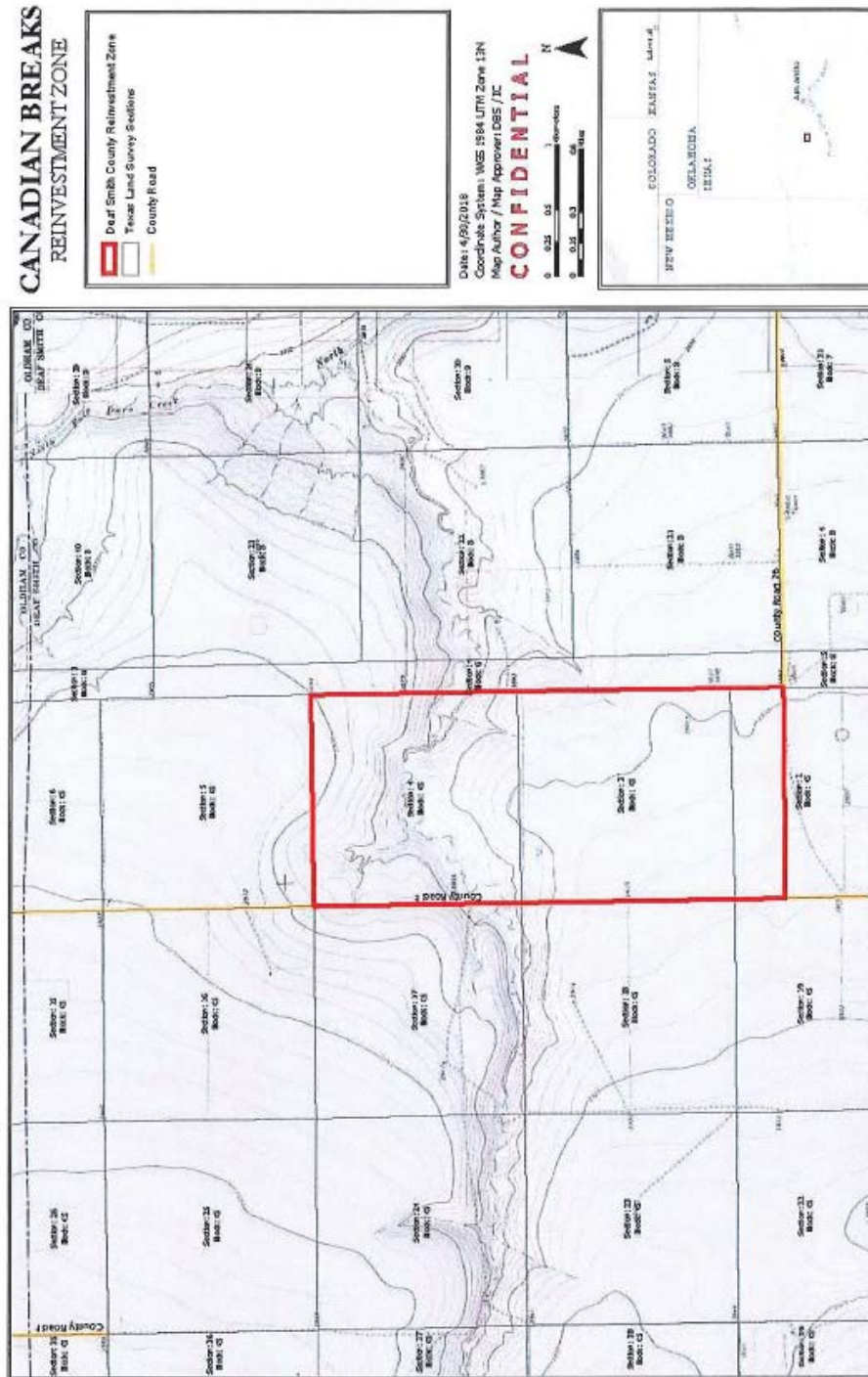


Exhibit "B"

Agreement for Limitation on Appraised Value
Between Wildorado ISD and Canadian Breaks LLC
(App No. 1146), June 18, 2018
Exhibit 1

Texas Economic Development Act Agreement
Comptroller Form 50-826 (January 2016)

EXHIBIT 2
DESCRIPTION OF LAND

All Qualified Property owned by the Applicant is located within the boundaries of both the Wildorado Independent School District and Oldham County Reinvestment Zone Number 5 and Deaf Smith County Reinvestment Zone 2013-02, which is more particularly depicted on the map in **EXHIBIT 3**, and described as follows:

All of Section 4, Block H1, IT RR CO Survey, Oldham County, Texas.
All of Section 1, Block H1, IT RR CO Survey, Oldham County, Texas.
All of Section 30, Block K5, TWNG RR CO Survey, Oldham County, Texas.
All of Section 11, Block K5, TT RR CO Survey, Oldham County, Texas.
All of Section 29, Block K5, TWNG RR CO Survey, Oldham County, Texas.
All of Section 12, Block K5, TT RR CO Survey, Oldham County, Texas.
All of Section 9, Block K5, D&W RR CO Survey, Oldham County, Texas.
All of Section 3, Block G, F B Gouldy Survey, Oldham and Deaf Smith Counties, Texas.
All of Section 19, Block Z3, RT CO Survey, Oldham County, Texas.
All of Section 28, Block K5, TWNG RR CO Survey, Oldham County, Texas.
All of Section 13, Block K5, ACH&B Survey, Oldham County, Texas.
All of Section 8, Block K5, D&W RR CO Survey, Oldham County, Texas.
All of Section 18, Block Z3, RT CO Survey, Oldham County, Texas.
All of Section 27, Block K5, TWNG RR CO Survey, Oldham County, Texas.
All of Section 14, Block K5, ACH&B Survey, Oldham County, Texas.
All of Section 7, Block K5, D&W RR CO Survey, Oldham County, Texas.
All of Section 1, Block Z3, H&W Survey, Oldham County, Texas.
All of Section 26, Block K5, TT RR CO Survey, Oldham and Deaf Smith Counties, Texas.
All of Section 15, Block K5, ACH&B Survey, Oldham and Deaf Smith Counties, Texas.
All of Section 6, Block K5, AB&M Survey Oldham and Deaf Smith Counties, Texas.
All of Section 25, Block K5, TWNG RR CO Survey, Deaf Smith County, Texas.
All of Section 5, Block K5, AB&M Survey, Deaf Smith County, Texas.
The North 102 acres of Section 4, Block G, A Combs Survey, lying in Deaf Smith County, Texas.
All of Section 23, Block 8, BS&F Survey, Deaf Smith County, Texas.
All of Section 4, Block K5, AB&M Survey, Deaf Smith County, Texas.
All of Section 3, Block K5, AB&M Survey, Deaf Smith County, Texas.
The North ¼ of Section 2, Block K5, AB&M Survey, Deaf Smith County, Texas.

EXHIBIT 3

APPLICANT'S QUALIFIED INVESTMENT

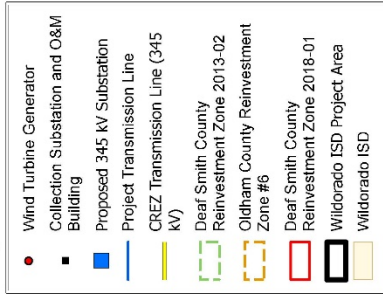
Canadian Breaks LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 200 megawatts. The exact number of wind turbines and the size of each turbine will vary depending upon the wind turbines selected and the megawatt generating capacity of the project completed. Depending upon the turbine technology that is ultimately selected, Canadian Breaks LLC estimates that 53 turbines, and approximately 122 MW are planned to be installed in Wildorado ISD.

The additional improvements for the Canadian Breaks Project will include but are not limited to, wind turbines, towers, foundations, roadways, buildings and offices, anemometer towers, computer equipment, furniture, company vehicles, electrical transmission cables and towers and electrical substations, and any other tangible personal property located at the operations and maintenance building.

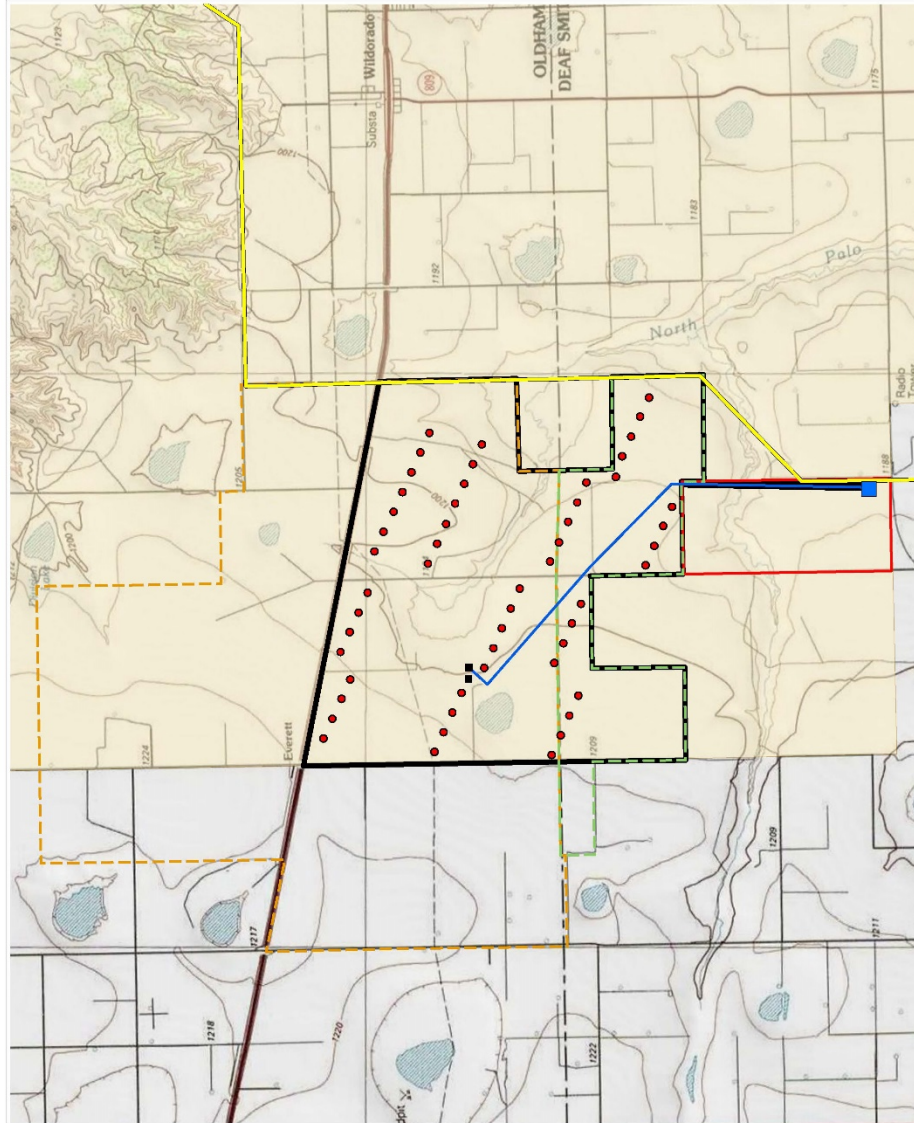
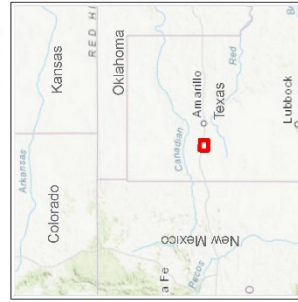
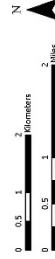
See also project map on the following page.

MAP OF QUALIFIED PROPERTY

CANADIAN BREAKS QUALIFIED PROPERTY



Date: 5/9/2018
 Coordinate System: WGS 1984 UTM Zone 13N
 Map Author / Map Approver: DBS / IC



Agreement for Limitation on Appraised Value
 Between Wildorado ISD and Canadian Breaks LLC
 (App No. 1146), June 18, 2018
 Exhibit 3

Texas Economic Development Act Agreement
Comptroller Form 50-826 (January 2016)