

UNDERWOOD

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September 26, 2018

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

Via Email and Federal Express

Re: 313 Application – Shakes Solar, LLC

Dear John, Stephanie and Michelle:

Enclosed please find an application for appraised value limitation on qualified property submitted to Carrizo Springs CISD by Shakes Solar, LLC on September 18, 2018, along with the applicant's request to treat certain materials as "CONFIDENTIAL," and the schedules in Excel format. The confidential material has been separated from the application (by tab in the notebook and a separate PDF in electronic form). A CD containing these documents is also enclosed.

The Carrizo Springs CISD Board elected to accept the application on September 18, 2018. The application was determined to be complete on September 26, 2018. We ask that the Comptroller's Office prepare the economic impact report for this application.

A copy of the application will also be submitted to the Dimmit County Appraisal District in accordance with 34 Tex. Admin. Code §9.1054. Please feel free to contact me if you have any questions or concerns.

Sincerely,



Fred A. Stormer

Encl.

NCHOMWCY0D40BC

cc: Chief Appraiser, Dimmit County Appraisal District
Nicko Keene, Sr. Project Manager
Robert Pena, Jr., Texas Energy Consultants

via US Mail
via email: keene@ccrenew.com
via email: rbjrpna@texas-kwh.com

Application for Appraised Value Limitation
On Qualified Property

Submitted to:

Carrizo Springs Consolidated Independent School District



CARRIZO SPRINGS

Consolidated Independent School District

By:

Cypress Creek Renewables, LLC



Shakes Solar, LLC

September 18, 2018

Tab 1

See executed application attached.

Application for Appraised Value Limitation on Qualified Property

(Tax Code, Chapter 313, Subchapter B or C)

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
 - the date on which the school district received the application;
 - the date the school district determined that the application was complete;
 - the date the school board decided to consider the application; and
 - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application not later than the 150th day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at comptroller.texas.gov/economy/local/ch313/. There are links to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SECTION 1: School District Information

1. Authorized School District Representative

September 18, 2018

Date Application Received by District

Alberto

First Name

Superintendent

Title

Carrizo Springs Consolidated Independent School District

School District Name

300 N. 7th Street

Street Address

Mailing Address

Carrizo Springs

City

830-876-3503

Phone Number

Mobile Number (optional)

Gonzales

Last Name

TX

State

830-876-9700

Fax Number

agonzales@cscisd.net

Email Address

78834

ZIP

2. Does the district authorize the consultant to provide and obtain information related to this application?

Yes

No

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

<u>Fred</u> First Name	<u>Stormer</u> Last Name
<u>Attorney</u> Title	
<u>Underwood Law Firm, P.C.</u> Firm Name	
<u>806-379-0306</u> Phone Number	<u>806-379-0316</u> Fax Number
	<u>fred.stormer@uwlaw.com</u> Email Address
<u>Mobile Number (optional)</u>	

4. On what date did the district determine this application complete? September 26, 2018
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)

<u>Geoff</u> First Name	<u>Fallon</u> Last Name
<u>Senior Director of Development</u> Title	<u>Cypress Creek Renewables, LLC</u> Organization
<u>3250 Ocean Park Boulevard, Suite 355</u> Street Address	
<u>Mailing Address</u>	
<u>Santa Monica</u> City	<u>CA</u> State
<u>314-651-0044</u> Phone Number	<u>90405</u> ZIP
	<u>Fax Number</u>
<u>Mobile Number (optional)</u>	<u>fallon@ccrenew.com</u> 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.

<u>Nicko</u> First Name	<u>Keene</u> Last Name
<u>Senior Project Manager</u> Title	<u>Cypress Creek Renewables, LLC</u> Organization
<u>3250 Ocean Park Boulevard, Suite 355</u> Street Address	
<u>Mailing Address</u>	
<u>Santa Monica</u> City	<u>CA</u> State
<u>323-348-3901</u> Phone Number	<u>90405</u> ZIP
	<u>Fax Number</u>
<u>Mobile Number (optional)</u>	<u>keene@ccrenew.com</u> Business Email Address

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

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

Robert Pena, Jr.
 First Name Last Name
 President
 Title
 Texas Energy Consultants
 Firm Name
 956-386-9387 877-341-4474
 Phone Number Fax Number
 robjrpena@texas-kwh.com
 Business Email Address

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? 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 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 No N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? Shakes Solar, LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32060985267
3. List the NAICS code 221114
4. Is the applicant a party to any other pending or active Chapter 313 agreements? Yes 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)? 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? Yes No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? 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**)

SECTION 6: Eligibility Under Tax Code Chapter 313.024

1. Are you an entity subject to the tax under Tax Code, Chapter 171? Yes No
2. The property will be used for one of the following activities:
 - (1) manufacturing Yes No
 - (2) research and development Yes No
 - (3) a clean coal project, as defined by Section 5.001, Water Code Yes No
 - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code Yes No
 - (5) renewable energy electric generation Yes No
 - (6) electric power generation using integrated gasification combined cycle technology Yes No
 - (7) nuclear electric power generation Yes No
 - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7) Yes No
 - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051 Yes No
3. Are you requesting that any of the land be classified as qualified investment? Yes No
4. Will any of the proposed qualified investment be leased under a capitalized lease? Yes No
5. Will any of the proposed qualified investment be leased under an operating lease? Yes No
6. Are you including property that is owned by a person other than the applicant? Yes No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment? Yes No

SECTION 7: Project Description

1. In **Tab 4**, attach 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.
2. Check the project characteristics that apply to the proposed project:

<input checked="" type="checkbox"/> Land has no existing improvements	<input type="checkbox"/> Land has existing improvements (<i>complete Section 13</i>)
<input type="checkbox"/> Expansion of existing operation on the land (<i>complete Section 13</i>)	<input type="checkbox"/> Relocation within Texas

SECTION 8: Limitation as Determining Factor

1. Does the applicant currently own the land on which the proposed project will occur? Yes No
2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project? Yes No
3. Does the applicant have current business activities at the location where the proposed project will occur? Yes No
4. Has the applicant made public statements in SEC filings or other documents regarding its intentions regarding the proposed project location? Yes No
5. Has the applicant received any local or state permits for activities on the proposed project site? Yes No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site? Yes No
7. Is the applicant evaluating other locations not in Texas for the proposed project? Yes No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities? Yes No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? Yes No
10. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas? Yes No

Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

SECTION 9: Projected Timeline

- 1. Application approval by school board QTR 1 2019
- 2. Commencement of construction QTR 2 2019
- 3. Beginning of qualifying time period QTR 1 2019
- 4. First year of limitation 2021
- 5. Begin hiring new employees QTR 4 2019
- 6. Commencement of commercial operations QTR 1 2020
- 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? QTR 1 2020

SECTION 10: The Property

- 1. Identify county or counties in which the proposed project will be located Dimmit County
- 2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Dimmit 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: Dimmit County, 0.3800, 100% City: N/A
(Name, tax rate and percent of project) (Name, tax rate and percent of project)
 Hospital District: Dimmit Reg. Hsptl Dist., 0.07, 100% Water District: Wintergarden Ground Water Cons., 0.0040, 100%
(Name, tax rate and percent of project) (Name, tax rate and percent of project)
 Other (describe): N/A Other (describe): N/A
(Name, tax rate and percent of project) (Name, tax rate and percent of project)
- 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 comptroller.texas.gov/economy/local/ch313/.

- 1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000
- 2. What is the amount of appraised value limitation for which you are applying? 30,000,000
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

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)? Yes No
 - 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? Yes No
 - 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
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

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.

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0
2. What is the last complete calendar quarter before application review start date:
 First Quarter Second Quarter Third Quarter Fourth Quarter of 2018
(year)
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? 0
Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).
4. What is the number of new qualifying jobs you are committing to create? 3
5. What is the number of new non-qualifying jobs you are estimating you will create? 0
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is 1,021.00
 - b. 110% of the average weekly wage for manufacturing jobs in the county is 542.30
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,058.92
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)
9. What is the minimum required annual wage for each qualifying job based on the qualified property? 28,199.60
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 28,199.60
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? Yes No
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? Yes No
 - 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? Yes No
 - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

Tab 2

Proof of Payment of Application Fee

Please find on the attached page, a copy of payment for the \$75,000 application fee to Carrizo Springs CISD.

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)*

Carrizo Springs CISD
300 N 7th Street
Carrizo Springs, TX 78834

Invoice No.

3132018

INVOICE

Customer

Name Cypress Creek Renewable
 Address 3250 Ocean Park Blvd., Ste. 355
 City Santa Monica, State CA ZIP 90405
 Phone _____

Misc

Date 9/13/2018
 Order No. _____
 Rep _____
 FOB _____

Qty	Description	Unit Price	TOTAL
1	Application for Appraised Value Limitation On Qualified Property Fee Invoice 3132018 Shakes Solar, LLC Chapter 313 Appraised Value Limitation application fee. Carrizo Springs Consolidated Independent School District (CSCISD) will apply a reasonable application fee of \$75,000.00 Please submit a check for the amount to Carrizo Springs CISD Business Office 830-876-3503x1107 300 N. 7th Street Carrizo Springs, Texas 78834	\$75,000.00	\$ 75,000.00
		SubTotal	\$ 75,000.00
		Shipping	
		Tax Rate(s)	
		TOTAL	\$ 75,000.00

Payment

Select One...

Comments _____
 Name _____
 CC # _____
 Expires _____

Office Use Only

Thank You

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).

Not Applicable.

Tab 4

Detailed description of the project.

In Tab 4, attach 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.

Shakes Solar, LLC (“Shakes”), is the project entity formed to facilitate the development of a utility-scale photovoltaic (“PV”) solar energy project (The “Project”). Shakes Solar is a wholly owned subsidiary of Cypress Creek Renewables, LLC (“Cypress Creek”). Cypress Creek’s team of subject matter experts in solar resource analysis, mapping systems, environmental studies, permitting, land acquisition, and power marketing places a unique emphasis on the development craft, which is unparalleled in the U.S. renewable energy market. Cypress Creek has developed over 2.2 gigawatts (“GW”) of solar energy facilities across 70+ projects, which are either operating, in-construction, or are contracted to be in construction.

Cypress Creek is actively evaluating renewable energy project opportunities in locations across the United States at various stages of development.

Shakes seeks to develop and interconnect 200 megawatts (“MW”) of power into the ERCOT market. There are no existing 312 or 313 agreements in place for the Project. Shakes is requesting an appraised value limitation from Carrizo Springs CISD for a proposed solar energy project using PV solar energy panels and transmission facilities. The solar energy facility and its associated infrastructure will be constructed within Dimmit County, Texas. A map showing the location of the solar energy facility is included as Attachment 11a.

The Project will have an estimated capacity of 200 MW-AC. The Project is located on approximately 2,250 acres of contiguous land located entirely within Carrizo Springs CISD. Shakes has signed leases and option agreements with property owners of the property needed to construct the Project. The Project will consist of over 2.3 MW solar PV modules, connected to form strings, which are subsequently connected in parallel and mounted on rows of horizontal, single axis trackers. The Project will also feature central power inverters and transformers to convert DC power to AC electricity. In addition to the major equipment, there will be the supporting electrical collection system and supporting facilities to be constructed and improved as necessary, as well as overhead transmission lines, a collection substation to permit the interconnection and transmission of electricity generated by the Project, and an operations and maintenance building constructed within the Project’s boundary.

Construction of the solar energy facility is to take approximately 10 to 12 months to complete, contingent upon favorable economics for the Project.

While the solar energy resource for Dimmit County, Texas is excellent, there are many favorable locations for solar energy projects that could be developed across the United States. Shakes considers a Limitation of Appraised Value Agreement with Carrizo Springs CISD as a key and invaluable portion of the Project.

In today's competitive energy market, project investors and power purchasers require solar energy projects to have secured tax incentives, so that they can compete with solar energy projects across the U.S.

Solar energy facilities are operating and under development in many states throughout the country. The United States now has over 44 gigawatts ("GW") of installed solar capacity, enough to power millions of homes, according to the Solar Energy Industries Association ("SEIA"). In 2017, the U.S. solar market installed over 14 GW, primarily driven by the utility-scale PV segment. According to SEIA, over 22 states installed over 100 MW in 2016, up from just 13 in 2015. While California has historically been the largest state market, other states are growing, such as Utah, Georgia, Nevada, and North Carolina. Together with Texas, these states make up the top six markets for highest total installations in 2016.

Locations for the development of solar energy projects are abundant and the Cypress Creek Renewables can locate a project in a wide variety of locations across the United States, should it be unable to develop a competitive project in Texas that is able to generate returns, sufficient enough to attract investment capital.

As construction is one of the most significant costs in creating a solar energy facility, the physical improvements of the Project, once completed, cannot be feasibly moved to another location. The solar modules and supporting infrastructure are long-lived assets engineered and designed specifically for this Project location. The cost of installing the improvements on the site is substantial and the cost to remove, redesign, and relocate the improvements to a different location would be prohibitive.

Shakes was formed for the express purpose of developing a photovoltaic solar energy facility that could help bring significant economic development to the area. Cypress Creek identified Texas, and in particular Dimmit County and Carrizo Springs CISD, for its strong solar energy resource, access to available transmission capacity and the ERCOT market, and favorable property tax incentives under the Tax Code for Chapter 312 abatement and Chapter 313 Appraised Value Limitation. For these reasons, Shakes seeks to develop and build the proposed Project as described throughout this Application.

As of July 2018, Shakes has no equipment on the Project site. Shakes has invested additional capital in interconnecton studies with ERCOT, environmental and wildlife studies, and in leasing land for the Project, among other development activities.

Should the Appraised Value Limitation be granted, Shakes has created a development and investment plan that is capitalized to implement the Project. Without such a limitation, the

Project, competing against other Texas projects that have qualified, would likely be forced to redeploy its assets and capital to other states competing for similar solar energy projects.

Tab 5

Documentation to assist in determining if limitation is a determining factor.

Chapter 313.026(e) states “the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c) (2).” If you answered “yes” to any of the questions in Section 8, attach supporting information in Tab 5.

2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project?

Shakes Solar, LLC has entered into the following representative agreements and contracts for the development of a project within Carrizo Springs CISD:

- Surface purchase option covering approximately 2,250 acres;
- Interconnect Studies and Agreement; and Environmental review;
- Third-party contracts for development-related work, such as resource estimation, legal review, and construction planning.

7. Is the applicant evaluating other locations not in Texas for the proposed project?

Yes. Cypress Creek’s management team is uniquely qualified to develop and construct PV solar energy projects in the United States with favorable solar energy resource. With a combined 17+ years of experience in the renewable energy industries, the Cypress Creek team has a proven track record of developing, financing, and constructing local small-utility scale solar energy projects. Our collective experience includes over 6.0 gigawatts of solar projects in the U.S., representing over \$2 billion of investment. Based on this experience, the management team evaluates all potential projects for feasibility, finance-ability, and the economic returns they represent in comparison to other project opportunities both OUTSIDE the State of Texas as well as WITHIN the State of Texas. Other locations being evaluated include, but are not limited to:

Georgia

Idaho

Indiana

Maryland

Minnesota

North Carolina

South Carolina

Oregon

For these reasons, Cypress Creek studies various competing sites throughout the market areas outside and inside the State of Texas where solar energy development is attractive. Without a Value Limitation program, Cypress Creek would seek to move to alternative sites OUTSIDE of the State of Texas.

Shakes Solar, LLC is currently in a period of evaluation to determine whether the identified site in Carrizo Springs CISD represents the best location or whether redeployment of its development resources and capital to other power markets in the United States is more advisable. As such, the

development resources necessary to advance the planned 200 MW Shakes could be redeployed to other renewable energy development projects in other power markets in the United States.

Therefore, a 313 Limitation of Appraised Value Agreement is a vital tax incentive necessary to ensure the Project is on a level playing field with other solar energy projects with similar incentives. Without the requested limitation, the Project will be unable to generate sufficient operating margins and net income to produce economically competitive energy and associate returns necessary to attract tax and sponsor equity investment. Such third-party investment is mandatory to finance the projected capital costs of approximately \$182M needed to purchase solar modules and other infrastructure and to fund the construction of the facility.

10. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?

The information provided in this Attachment and throughout the Application has been assembled to provide the reviewer with the best possible information to make an assessment and determination of the critical nature of the Limitation on Appraised Value to the feasibility of Shakes Solar, LLC.

Tab 6

Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor (if applicable).

5a. If no, attach in Tab 6 additional information on the project scope and size to assist in the economic analysis.

All of the planned Qualified Property for the Project is solely located within geographical boundaries of Carrizo Springs CISD.

Tab 7

Description of Qualified Investment

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(7) (Tab 7).

The Applicant is requesting an appraised value limitation on all of the property constructed or placed upon the real property described and shown in Map Exhibit within Carrizo Springs CISD, which is located in Dimmit County, Texas.

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

- PV modules;
- DC-to-AC inverters;
- Tracker racking system (mounting structures);
- Medium- and high-voltage electric cabling;
- Project substation, consisting of a high voltage transformer, switchgear, transmission equipment, telecommunications and SCADA equipment;
- High-voltage transmission line connecting the project to the grid (gen tie);
- Operations and maintenance (O&M) building including telecommunications and computing equipment, and spare parts; and
- Associated equipment to safely operate, maintain, and deliver electricity to the grid.

Additionally, the map provided does not present the location of the improvements; however, all of the improvements that make up the amount of Qualified Investment will be made within the Project Investment Area as shown on Map Exhibit.

None of the above mentioned property is covered under an existing County Appraisal District account number.

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).

The Applicant intends to construct a building to house Maintenance and Operations, supplies, replacement parts and other miscellaneous related equipment. The Applicant will also be constructing an electrical substation facility for integration and transmission of power into the electrical grid.

Tab 8

Description of Qualified Property

Shakes Solar, LLC plans to construct an estimated 200 MW photovoltaic solar energy facility in Dimmit County, located entirely within Carrizo Springs CISD. The additional improvements of Qualified Property includes:

- Solar PV modules;
- DC-to-AC inverters;
- Tracker racking system (mounting structures);
- Medium- and high-voltage electric cabling;
- Project substation, consisting of a high voltage transformer, switchgear, transmission equipment, telecommunications and SCADA equipment;
- High-voltage transmission line connecting the project to the grid (gen tie);
- Operations and maintenance (O&M) building including telecommunications and computing equipment, and spare parts; and
- Associated equipment to safely operate, maintain, and deliver electricity to the grid.

The exact placement of units is subject to ongoing planning, solar energy resource evaluation, engineering, and land leasing. All equipment outlined above is expected to be located within Carrizo Springs CISD. The final number and location of units and supporting structures will be determined before construction begins. Current plans are to install all equipment in one phase. Shakes intends to connect to 138 kV AEP TX Line aka as Asherton to West Batesville 138 kv. All of the infrastructure will remain within the project boundary and within the Enterprise Zone. The map in Attachment 11b shows the proposed project area with the anticipated improvement locations.

Tab 9

Description of Land

Not Applicable.

Tab 10

Description of all property not eligible to become qualified property (if applicable).

Not Applicable.

Tab 11

Maps that clearly show:

- a. Project vicinity***
- b. Qualified investment including 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***
- c. Qualified property including location of new buildings or new improvements***
- d. Existing property***
- e. Land location within vicinity map***
- f. Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size***

Tab 11a

a. Project vicinity

Please see attached map.

September 18, 2018

Re: Confidentiality of Maps Submitted with Shakes Solar, LLC Chapter 313 Appraised Value limitation Application with Carrizo Springs CISD

To Whom It May Concern:

As an attachment to the Shakes Solar, LLC Chapter 313 Appraised Value Limitation Application submitted to Carrizo Springs CISD on September 18, 2018 ("Application"), we designated certain maps, the Qualified Investment and Qualified Property maps, attached thereto ("Maps") as "Confidential". We submit this letter to comply with the requirements by which both Carrizo Springs CISD and the Comptroller's office can withhold confidential or proprietary information from public release while the Application is pending. This letter is submitted to identify the documents for which confidentiality is sought and provide the specific reasons, stating why the material is believed to be confidential.

The Maps reflect the proposed specific site plan and the location of tangible personal property to be located on real property covered by the Application- all of which continue to be refined. In addition and at this time, disclosure of the Maps could be potentially valuable to our competitors and any disclosure could negatively impact the project. The Maps include commercially valuable geological or geophysical information regarding the exploration or development of natural resources and is protected from disclosure under section 552.113 of the Texas Government Code.

As required, the Maps were submitted as segregated in the application from other information in the application and specifically notated as "Confidential".

It is our intention to complete negotiations relating to both the location of the property and the tangible personal property during the time the Application is pending and understand that the Maps can only remain confidential and withheld from public release unless and until the governing body of the school district acts on the application.

To the extent you have any questions regarding this letter, please contact me for further clarification.

Sincerely,



Geoff Fallon
Senior Director of Development
Cypress Creek Renewables, LLC

Tab 11b

b. Qualified investment including 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

CONFIDENTIAL – FOR SEPARATE FILING.

Tab 11c

- c. *Qualified property including location of new buildings or new improvements***

CONFIDENTIAL – FOR SEPARATE FILING.

Tab 11d

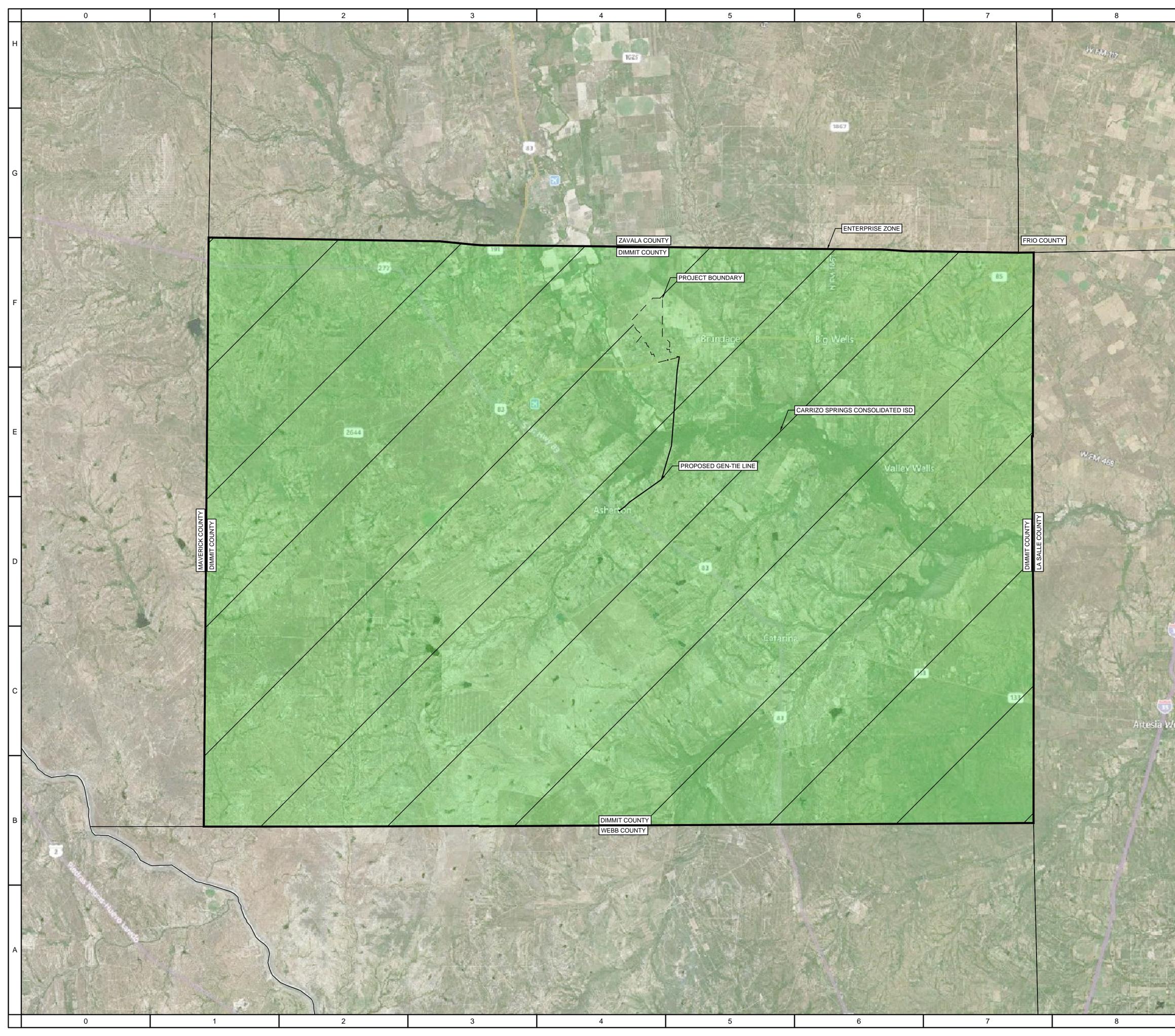
d. Existing property

Not Applicable.

Tab 11e

e. Land location within vicinity map

Please see attached map.



SEAL

PERMIT DRAWING - NOT RELEASED FOR CONSTRUCTION

SEAL

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CONSULTANT

NO.	DATE	REVISIONS	DESCRIPTION
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

SHAKES SOLAR, LLC
OFF OF FM 65
CARRIZO SPRINGS, TX 78834

DATE: 9-20-18
DRAWN BY: AR
CHECKED BY: --

VICINITY MAP
Z 1.2

LEGEND

DIMITT COUNTY BOUNDARY:

ENTERPRISE ZONE:

PROJECT VICINITY:

CARRIZO SPRINGS ISD:

GRAPHIC SCALE

1" = 12000'

NORTH

Tab 11f

- f. Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size***

Please see attached map.



Map Satellite

Project Boundary

Carrizo Springs
CISD Boundary

LEGEND

LAYERS Clear All

ENTERPRISE ZONES ×

- 2000
- 2010
- 2000 and 2010

Dimmit
County
Boundary

Tab 12

Request for Waiver of Job Creation Requirement and supporting information (if applicable).

See attached waiver request.

September 18, 2018

Alberto Gonzales
Superintendent
Carrizo Springs Consolidated Independent School District
300 N. 7th St
Carrizo Springs, TX 78834

Re: Chapter 313 Application for Appraised Value Limitation – Job Waiver Request

Dear Mr. Gonzales,

This letter is to advise you that Shakes Solar, LLC is submitting its Chapter 313 Application for Appraised Value Limitation on Qualified Property with a request for a waiver of the jobs creation requirement.

House Bill 1470 altered the jobs requirement by adding Section 313-025 (f-I) to permit a school district's board of trustees to make a finding that the job requirement could be waived if the job requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility of the property owner that is described in the application. Shakes Solar, LLC, requests that Carrizo Springs CISD's Board of Trustees make such a finding and waive the job creation requirement for the permanent jobs. Based on the industry standard, the size and scope of this project will require approximately three permanent jobs.

As background information on the creation of the full-time jobs by solar energy projects, these types of projects create a large number of full-time, temporary jobs during the construction phase, but require a small number of highly skilled technicians to operate a solar energy project once construction operations cease and commercial operations begin. The permanent employees of a solar energy project maintain, and service solar energy units, underground electrical connections, substations and other infrastructure associated with the safe and reliable operation of the project. Typically, solar PV projects of 100 to 200 MW in size require three full-time onsite employees, although this number varies depending on the units selected as well as the support and technical assistance offered by the PV manufacturer. In addition to the onsite employees described, there may be asset managers or technicians who supervise, monitor, and support the solar energy project operations from offsite locations.

Sincerely,



Geoff Fallon
Senior Director of Development
Cypress Creek Renewables, LLC

Tab 13

Calculation of Wage Requirements – Dimmit County

Supporting data for Section 14(7)(a)

Average weekly wage for all jobs (all industries) in the county

Year	Period	Area	Ownership	Division	Level	Ind. Code	Industry	Avg. Weekly Wages
2018	1 st Qtr	Dimmit County	Total All	0	0	10	Total, All Industries	\$1,096.00
2017	2 nd Qtr	Dimmit County	Total All	0	0	10	Total, All Industries	\$945.00
2017	3 rd Qtr	Dimmit County	Total All	0	0	10	Total, All Industries	\$987.00
2017	4 th Qtr	Dimmit County	Total All	0	0	10	Total, All Industries	\$1,056.00
Average weekly wage for previous four quarters								\$1,021.00

*Source: Quarterly Employment and Wages (QCEW) data for Dimmit County,
<http://www.tracer2.com/cqi/dataanalysis/AreaSelection.asp?tableName=Industry>*

Supporting Data for Section 14(7)(b)

110% of the average weekly wage for manufacturing jobs in the county

Year	Period	Area	Ownership	Division	Level	Ind. Code	Industry	Avg. Weekly Wages
2018	1 st Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$471.00
2017	2 nd Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$477.00
2017	3 rd Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$538.00
2017	4 th Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$486.00
Average weekly wage for previous four quarters								\$493.00
110% of Average Weekly Wages								\$542.30

*Source: Quarterly Employment and Wages (QCEW) data for Dimmit County,
<http://www.tracer2.com/cqi/dataanalysis/AreaSelection.asp?tableName=Industry>*

Supporting Data for Section 14(7)(c)

110% of the average weekly wage for manufacturing jobs in the region

Average Hourly Wages	\$24.07
Average Annual Wages	\$50,058.00
Average Weekly Wages @40hrs/week	\$962.65
110% of Average Weekly Wages	\$1,058.92

*Source: 2017 Manufacturing Average Wages by Council of Government Region Wages for All Occupations. Project location region: 24. Middle Rio Grande Valley Development Council.
<http://www.tracer2.com/admin/uploadedPublications/COGWages.pdf>*

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

 Year	 Period	 Area	 Ownership	 Division	 Level	 Ind Code	 Industry	 Avg Weekly Wages
2017	1st Qtr	Dimmit County	Total All	00	0	10	Total, all industries	\$960
2017	2nd Qtr	Dimmit County	Total All	00	0	10	Total, all industries	\$945
2017	3rd Qtr	Dimmit County	Total All	00	0	10	Total, all industries	\$987
2017	4th Qtr	Dimmit County	Total All	00	0	10	Total, all industries	\$1,056
2018	1st Qtr	Dimmit County	Total All	00	0	10	Total, all industries	\$1,096

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

 Year	 Period	 Area	 Ownership	 Division	 Level	 Ind Code	 Industry	 Avg Weekly Wages
2017	1st Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$430
2017	2nd Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$477
2017	3rd Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$538
2017	4th Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$486
2018	1st Qtr	Dimmit County	Private	31	2	31-33	Manufacturing	\$471

**2017 Manufacturing Average Wages by Council of Government Region
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
Texas	\$26.24	\$54,587
1. Panhandle Regional Planning Commission	\$23.65	\$49,190
2. South Plains Association of Governments	\$19.36	\$40,262
3. NORTEX Regional Planning Commission	\$23.46	\$48,789
4. North Central Texas Council of Governments	\$26.80	\$55,747
5. Ark-Tex Council of Governments	\$18.59	\$38,663
6. East Texas Council of Governments	\$21.07	\$43,827
7. West Central Texas Council of Governments	\$21.24	\$44,178
8. Rio Grande Council of Governments	\$18.44	\$38,351
9. Permian Basin Regional Planning Commission	\$26.24	\$54,576
10. Concho Valley Council of Governments	\$19.67	\$40,924
11. Heart of Texas Council of Governments	\$21.53	\$44,781
12. Capital Area Council of Governments	\$31.49	\$65,497
13. Brazos Valley Council of Governments	\$17.76	\$39,931
14. Deep East Texas Council of Governments	\$17.99	\$37,428
15. South East Texas Regional Planning Commission	\$34.98	\$72,755
16. Houston-Galveston Area Council	\$28.94	\$60,202
17. Golden Crescent Regional Planning Commission	\$26.94	\$56,042
18. Alamo Area Council of Governments	\$22.05	\$48,869
19. South Texas Development Council	\$15.07	\$31,343
20. Coastal Bend Council of Governments	\$28.98	\$60,276
21. Lower Rio Grande Valley Development Council	\$17.86	\$37,152
22. Texoma Council of Governments	\$21.18	\$44,060
23. Central Texas Council of Governments	\$19.30	\$40,146
24. Middle Rio Grande Development Council	\$24.07	\$50,058

Source: Texas Occupational Employment and Wages

Data published: July 2018

Data published annually, next update will be July 31, 2019

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.

Data intended for TAC 313 purposes only.

Tab 14

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

Please see attached Schedules.

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

Date 9/25/2018
 Applicant Name Shakes Solar, LLC
 ISD Name Carrizo Springs CISD

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 tangible personal property placed in service during this year that will become Qualified Property	Column B New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Column C Other new investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Column D Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district				Not eligible to become Qualified Property			[The only other investment made before filing complete application with district that may become Qualified Property is land.]	
Investment made after filing complete application with district, but before final board approval of application	--	2018-2019	2018					
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				0.00	0.00	0.00	0.00	0.00
Complete tax years of qualifying time period	QTP1	2019-2020	2019	\$ 142,000,000.00	0.00	0.00	0.00	\$ 142,000,000.00
	QTP2	2020-2021	2020	\$ 40,000,000.00	0.00	0.00	0.00	\$ 40,000,000.00
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				\$ 182,000,000.00	0.00	0.00	0.00	\$ 182,000,000.00
				Enter amounts from TOTAL row above in Schedule A2				
Total Qualified Investment (sum of green cells)				\$182,000,000.00				

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.

Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)

Date 9/25/2018
 Applicant Name Shakes Solar, LLC
 ISD Name Carrizo Springs CISD

Form 50-296A
 Revised May 2014

PROPERTY INVESTMENT AMOUNTS									
(Estimated Investment in each year. Do not put cumulative totals.)									
				Column A	Column B	Column C	Column D	Column E	
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	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 <u>not</u> 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*	--	TOTALS FROM SCHEDULE A1			182,000,000.00	0.00	0.00	0.00	182,000,000.00
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2018-2019	2018	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	1	2019-2020	2019	\$ 142,000,000.00	\$ -	\$ -	\$ -	\$ 142,000,000.00	\$ -
	2	2020-2021	2020	\$ 40,000,000.00	\$ -	\$ -	\$ -	\$ 40,000,000.00	\$ -
Value limitation period***	1	2021-2022	2021	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	2	2022-2023	2022	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	3	2023-2024	2023	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	4	2024-2025	2024	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	5	2025-2026	2025	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	6	2026-2027	2026	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	7	2027-2028	2027	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	8	2028-2029	2028	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	9	2029-2030	2029	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	10	2030-2031	2030	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Investment made through limitation				\$ 182,000,000.00	\$ -	\$ -	\$ -	\$ 182,000,000.00	
Continue to maintain viable presence	11	2031-2032	2031			\$ -		\$ -	
	12	2032-2033	2032			\$ -		\$ -	
	13	2033-2034	2033			\$ -		\$ -	
	14	2034-2035	2034			\$ -		\$ -	
	15	2035-2036	2035			\$ -		\$ -	
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2036-2037	2036			\$ -		\$ -	
	17	2037-2038	2037			\$ -		\$ -	
	18	2038-2039	2038			\$ -		\$ -	
	19	2039-2040	2039			\$ -		\$ -	
	20	2040-2041	2040			\$ -		\$ -	
	21	2041-2042	2041			\$ -		\$ -	
	22	2042-2043	2042			\$ -		\$ -	
	23	2043-2044	2043			\$ -		\$ -	
	24	2044-2045	2044			\$ -		\$ -	
	25	2045-2046	2045			\$ -		\$ -	

* All investments made through the qualifying time
 ** Only investment made during deferrals of the start of the limitation (after the end of qualifying time)
 *** 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
 Only tangible personal property that is specifically
 Column B: The total dollar amount of planned investment
 Column C: Dollar value of other investment that may affect economic impact and total value. Examples of
 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)

Date: 9/25/2018

Applicant Name: Shakes Solar, LLC

Form 50-296A

ISD Name: Carrizo Springs CISD

Revised May 2014

	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
Pre-Year	0	2018-2019	2018						
Qualified Investment Period	1	2019-2020	2019	N/A	N/A	\$ -	\$ -		
	2	2020-2021	2020	N/A	N/A	\$ 182,000,000.00	\$ 182,000,000.00	\$ -	\$ -
Value Limitation Period	1	2021-2022	2021	N/A	N/A	\$ 167,440,000.00	\$ 167,440,000.00	\$ 167,440,000.00	\$ 30,000,000.00
	2	2022-2023	2022	N/A	N/A	\$ 152,880,000.00	\$ 152,880,000.00	\$ 152,880,000.00	\$ 30,000,000.00
	3	2023-2024	2023	N/A	N/A	\$ 138,320,000.00	\$ 138,320,000.00	\$ 138,320,000.00	\$ 30,000,000.00
	4	2024-2025	2024	N/A	N/A	\$ 123,760,000.00	\$ 123,760,000.00	\$ 123,760,000.00	\$ 30,000,000.00
	5	2025-2026	2025	N/A	N/A	\$ 109,200,000.00	\$ 109,200,000.00	\$ 109,200,000.00	\$ 30,000,000.00
	6	2026-2027	2026	N/A	N/A	\$ 94,640,000.00	\$ 94,640,000.00	\$ 94,640,000.00	\$ 30,000,000.00
	7	2027-2028	2027	N/A	N/A	\$ 80,080,000.00	\$ 80,080,000.00	\$ 80,080,000.00	\$ 30,000,000.00
	8	2028-2029	2028	N/A	N/A	\$ 65,520,000.00	\$ 65,520,000.00	\$ 65,520,000.00	\$ 30,000,000.00
	9	2029-2030	2029	N/A	N/A	\$ 50,960,000.00	\$ 50,960,000.00	\$ 50,960,000.00	\$ 30,000,000.00
	10	2030-2031	2030	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 30,000,000.00
Continue to maintain viable presence	11	2031-2032	2031	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	12	2032-2033	2032	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	13	2033-2034	2033	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	14	2034-2035	2034	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	15	2035-2036	2035	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2036-2037	2036	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	17	2037-2038	2037	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	18	2038-2039	2038	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	19	2039-2040	2039	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	20	2040-2041	2040	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	21	2041-2042	2041	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	22	2042-2043	2042	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	23	2043-2044	2043	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	24	2044-2045	2044	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00
	25	2045-2046	2045	N/A	N/A	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00	\$ 36,400,000.00

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.

Schedule C: Employment Information

Date: 9/5/2018

Applicant Name: Shakes Solar, LLC

Form 50-296A

ISD Name: Carrizo Springs CISD

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
				Number of Construction FTE's 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
Pre-Year	0	2018-2019	2018	0	N/A	0	0	N/A
Qualified Investment Period	1	2020-2021	2019	0	N/A	N/A	0	N/A
	2	2020-2021	2020	225 FTEs	\$56,147	0	3	\$ 28,199.60
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2021-2022	2021	N/A	N/A	0	3	\$ 28,199.60
	2	2022-2023	2022	N/A	N/A	0	3	\$ 28,199.60
	3	2023-2024	2023	N/A	N/A	0	3	\$ 28,199.60
	4	2024-2025	2024	N/A	N/A	0	3	\$ 28,199.60
	5	2025-2026	2025	N/A	N/A	0	3	\$ 28,199.60
	6	2026-2027	2026	N/A	N/A	0	3	\$ 28,199.60
	7	2027-2028	2027	N/A	N/A	0	3	\$ 28,199.60
	8	2028-2029	2028	N/A	N/A	0	3	\$ 28,199.60
	9	2029-2030	2029	N/A	N/A	0	3	\$ 28,199.60
10	2030-2031	2030	N/A	N/A	0	3	\$ 28,199.60	
Years Following Value Limitation Period	11 through 25	2031-2046	2031-2045	N/A	N/A	0	3	\$ 28,199.60

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 qu 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

Schedule D: Other Incentives (Estimated)

Date: 07/18/2018

Applicant Name: Shakes Solar, LLC

ISD Name: Carrizo Springs CISD

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:					
	City:					
	Other:					
Tax Code Chapter 312	County: Dimmit County	2021	10 Years	\$ 691,600.00	85%	\$ 103,740.00
	City: N/A					
	Other: Dimmit Regional Hospital	2021	10 Years	\$ 127,400.00	85%	\$ 19,110.00
	Other: Wintergarden Ground Water Cons Dist	2021	10 Years	\$ 7,280.00	85%	\$ 1,092.00
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
TOTAL				\$ 826,280.00	85%	\$ 123,942.00

Additional information on incentives for this project:

Tab 15

***Economic Impact Analysis, other payments made in the state or other economic information
(if applicable).***

Not applicable.

Tab 16

Description of Reinvestment or Enterprise Zone, including:

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

**** To be submitted with application or before date of final application approval by school board***

Tab 16a

a. Evidence that the area qualifies as an enterprise zone as defined by the Governor's Office

Dimmit County is a designated enterprise zone county as defined under the Texas Governor's "Governor's Economic Development Finance department online" link provided by Texas Comptroller website under "The Texas Enterprise Zone Program." The Governor's website "Texas Enterprise Zone Program" - "Economic Zone Program Rules, 10 TAC 176" according to section (b), subsection (11); which defines a distressed county as: "a county that has a poverty rate above 15.4 percent based on the most recent decennial census; in which at least 25.4 percent of the adult population does not hold a high school diploma or high school equivalency certificate based on the most recent decennial census; and that has an unemployment rate that has remained above 4.9 percent during the preceding five years, based on Texas Workforce Commission data."

Source: <https://businessintexas.com/services/tax-incentives?view=texas%20enterprise%20zone%20program>

Dimmit County meets the guidelines as "Distressed County" under Texas Government Code Chapter 2303.003 (1-c). Where a "Distressed County" means a County:

(A) The Poverty rate in Dimmit County is currently 27.6%.

All Topics	Dimmit County, Texas	UNITED STATES
Median household income (in 2016 dollars), 2012-2016	\$32,204	\$55,322
Income & Poverty		
Median household income (in 2016 dollars), 2012-2016	\$32,204	\$55,322
Per capita income in past 12 months (in 2016 dollars), 2012-2016	\$19,528	\$29,829
Persons in poverty, percent	27.6%	12.7%

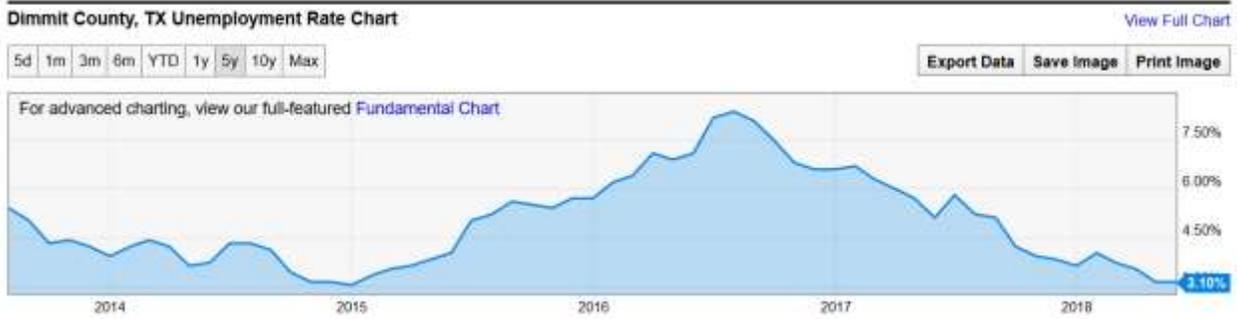
Source: <https://www.census.gov/quickfacts/fact/table/dimmitcountytexas,US/INC110216>

(B) The adult population that does not hold a high school diploma or high school equivalency certificate in Dimmit County; persons of age 25 years+ were: 33.4% during 2012-2016.

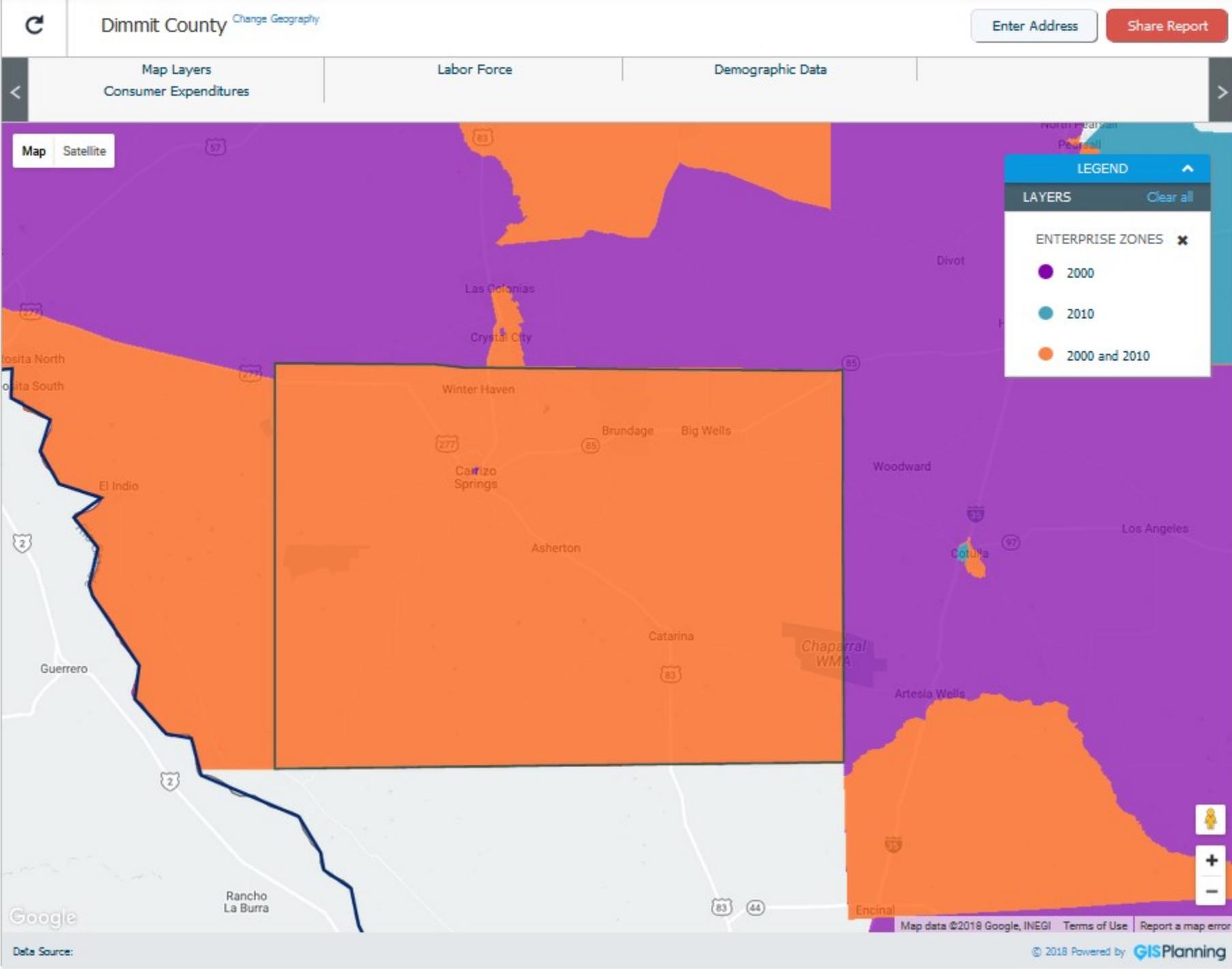
All Topics	Dimmit County, Texas	UNITED STATES
Median household income (in 2016 dollars), 2012-2016	\$32,204	\$55,322
Education		
High school graduate or higher, percent of persons age 25 years+, 2012-2016	66.6%	87.0%
Bachelor's degree or higher, percent of persons age 25 years+, 2012-2016	10.5%	30.3%

Source: <https://www.census.gov/quickfacts/fact/table/dimmitcountytexas,US/INC110216>

(C) The unemployment rate in Hidalgo County during the preceding 5 years has been from 2013 at 5.40% to 2017 at 5.20%.



Source: https://ycharts.com/indicators/dimmit_county_tx_unemployment_rate



Source: Texas EDC | Texas Enterprise Zones on GIS
<http://texas.zoomprospect.com/?LYR=TEXASEZONEUNION>

Tab 16b

b. Legal description of Project Area within Enterprise Zone

The legal descriptions for Shakes Solar, LLC are as follows:

Tract 1: All of the property described in that certain Special Warranty Deed dated October 11, 2016 and recorded at Instrument No. 42972, Official Public Records of Dimmit County, Texas, said property being 1113.885 +/- acres; and

Tract 2: The northern most 1136.115 acres of that certain 2376.238 acres of land; said property being described in that certain Special Warranty Deed dated May 1, 2012 recorded as Instrument No. 23185; and

Tract 3: All of Abstract 1519 and Abstract 156 that lie within the boundary confines of the Big Kahuna Unit, as described in that certain Designation of Unit, dated March 23, 1994 and recorded at Book 134, Page 683, said property being 720.00 acres, less and except Tract 2 described herein above; and

Tract 4: All of Abstract 1519 that lies outside the unit confines of the Big Kahuna Unit and north of Texas State Highway 85, less and except Tract 2 described herein above; said property being described in that certain Special Warranty Deed dated May 1, 2012 recorded as Instrument No. 23185

Tab 16c

Order, resolution or ordinance establishing the reinvestment zone

Not Applicable.

Tab 16d

Guidelines and criteria for creating the zone

Not Applicable.

Tab 17

Signature and Certification Page, signed and dated by Authorized School District Representative and Authorized Company Representative (applicant).

Please see attached.

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 -> Alberto Gonzales
Print Name (Authorized School District Representative)

Superintendent
Title

sign here -> [Handwritten Signature]
Signature (Authorized School District Representative)

9/18/18
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 -> Geoff Fallon
Print Name (Authorized Company Representative (Applicant))

Senior Director of Development
Title

sign here -> [Handwritten Signature]
Signature (Authorized Company Representative (Applicant))

9-13-2018
Date

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.

See Attached Notary Acknowledgment Certificate

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189



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.

State of California)
County of Los Angeles)

On Sept 13, 2018 before me, Karen R. Elmore, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared Geoff Fallon
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) 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.



Signature [Handwritten Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Texas Comptroller Public Accounts - Abatement App- Shakes Solar, LLC
Document Date: Number of Pages:
Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)

Signer's Name:
[] Corporate Officer - Title(s):
[] Partner - [] Limited [] General
[] Individual [] Attorney in Fact
[] Trustee [] Guardian or Conservator
[] Other:
Signer Is Representing:

Signer's Name:
[] Corporate Officer - Title(s):
[] Partner - [] Limited [] General
[] Individual [] Attorney in Fact
[] Trustee [] Guardian or Conservator
[] Other:
Signer Is Representing:

