



WALSH GALLEGOS
TREVIÑO RUSSO & KYLE P.C

December 20, 2018

Local Government Assistance and
Economic Analysis Division
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
Lyndon B. Johnson State Office Building
111 East 17th Street
Austin, TX 78774

Via Federal Express: 7740 3172 0549

Re: Cranell Wind Farm, LLC's Application for Appraised Value Limitation on
Qualified Property to the Woodsboro Independent School District

Dear Madam or Sir:

This firm, Walsh Gallegos Treviño Russo & Kyle P.C., represents the Woodsboro Independent School District regarding the above referenced matter. Enclosed please find one hard copy of the Application for Appraised Value Limitation of Qualified Property together with an electronic copy of same.

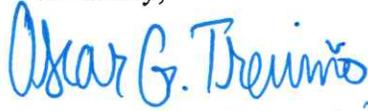
Woodsboro ISD received a copy of the enclosed Application on Friday, December 14, 2018. The Board of Trustees voted to consider the application at a duly called meeting on December 17, 2018. The District received payment of the Application Fee required by the District from the Applicant on Thursday, June 28, 2018 as part of a previous application submission by Cranell Wind Farm, LLC. The previous submission was withdrawn and replaced by the application submitted on December 14, 2018. On December 17, 2018, the Board, by and through Superintendent Janice Sykora, determined the application to be complete.

The Woodsboro Independent School District respectfully requests that the Comptroller conduct an economic impact evaluation of the investment proposed by the Application. Please confirm with us the date and website link to the Comptroller's publication of the documentation received.

In addition to the paper and electronic copy of the Application submitted to you with this letter, a copy of the Application is being submitted to the Refugio County Appraisal District pursuant to 34 TEX. ADMIN CODE §9.1054.

Please let us know if you have any questions or need anything additional. Thank you.

Sincerely,



Oscar G. Treviño

w/ Permission by
Morgan Beam

OGT/mpb

Enclosures

cc: ***Via Electronic Mail: janice_sykora@wisd.net***

Ms. Janice Sykora
Superintendent
WOODSBORO ISD
(w/out Enclosures)

Via Electronic Mail: paul.bowman@eon.com

Mr. Paul Bowman
Executive Vice President
EC&R DEVELOPMENT, LLC
701 Brazos Street, Suite 1400
Austin, Texas 78701
(w/Enclosures)

***Via Electronic Mail: richard.saunders@eon.com
& CMRRR: 9414 7266 9904 2060 2913 17***

Mr. Richard Saunders
Sr. Development Manager
EC&R DEVELOPMENT, LLC
701 Brazos Street, Suite 1400
Austin, Texas 78701
(w/Enclosures)

Via U.S. First Class Mail:

Chief Appraiser
REFUGIO COUNTY TAX APPRAISAL DISTRICT
420 N. Alamo St.
Refugio, TX 78377
(w/Enclosures)

TAB 1

APPLICATION

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

December 14, 2018

Date Application Received by District

Janice

First Name

Sykora

Last Name

Superintendent

Title

Woodsboro Independent School District

School District Name

408 S. Kasten St.

Street Address

408 S. Kasten St.

Mailing Address

Woodsboro

City

TX

State

78393

ZIP

361-543-4997

Phone Number

Fax Number

janice_sykora@wisd.net

Email Address

Mobile Number (optional)

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)

Oscar	Trevino
First Name	Last Name
Attorney at Law	
Title	
Walsh Gallegos Trevino Russo & Kyle P.C.	
Firm Name	
512-454-6864	512-467-9318
Phone Number	Fax Number
512-423-1878	otrevino@wabsa.com
Mobile Number (optional)	Email Address

4. On what date did the district determine this application complete? December 17, 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)

Paul	Bowman	
First Name	Last Name	
Executive Vice President	EC&R Development, LLC	
Title	Organization	
701 Brazos Street, Suite 1400		
Street Address		
Mailing Address		
Austin	TX	78701
City	State	ZIP
512-423-1878	512-494-9581	
Phone Number	Fax Number	
512-423-1878	paul.bowman@eon.com	
Mobile Number (optional)	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.

Richard	Saunders	
First Name	Last Name	
Director	EC&R Development, LLC	
Title	Organization	
701 Brazos Street, Suite 1400		
Street Address		
Mailing Address		
Austin	TX	78701
City	State	ZIP
512-461-9747	512-494-9581	
Phone Number	Fax Number	
512-461-9747	richard.saunders@eon.com	
Mobile Number (optional)	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)

First Name _____ Last Name _____
Title _____
Firm Name _____
Phone Number _____ Fax Number _____
Business Email Address _____

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? [X] Yes [] No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in Tab 2 proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? [] Yes [X] No [] N/A

3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? [] Yes [X] No [] N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? _____ Cranell Wind Farm, LLC

2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) _____ 32061995331

3. List the NAICS code _____ 221115

4. Is the applicant a party to any other pending or active Chapter 313 agreements? [] Yes [X] No

4a. If yes, please list application number, name of school district and year of agreement

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) _____ Limited Liability Company

2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? [X] Yes [] No

2a. If yes, attach in Tab 3 a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.

3. Is the applicant current on all tax payments due to the State of Texas? [X] Yes [] No

4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? [X] Yes [] No [] N/A

5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in Tab 3)

[Empty box for explanation of tax delinquencies]

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 December 17, 2018
- 2. Commencement of construction June 1, 2019
- 3. Beginning of qualifying time period June 1, 2019
- 4. First year of limitation January 1, 2020
- 5. Begin hiring new employees September 1, 2019
- 6. Commencement of commercial operations December 31, 2019
- 7. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? Yes No
- Note:** Improvements made before that time may not be considered qualified property.
- 8. When do you anticipate the new buildings or improvements will be placed in service? December 31, 2019

SECTION 10: The Property

- 1. Identify county or counties in which the proposed project will be located Refugio County (100%)
- 2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Refugio CAD
- 3. Will this CAD be acting on behalf of another CAD to appraise this property? Yes No
- 4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:

County: <u>Refugio County (100%)(0.8)</u> <small>(Name, tax rate and percent of project)</small>	City: <u>N/A</u> <small>(Name, tax rate and percent of project)</small>
Hospital District: <u>Refugio Co H D (100%)(0.306)</u> <small>(Name, tax rate and percent of project)</small>	Water District: <u>Refugio GW Cons. District (100%)(0.02)</u> <small>(Name, tax rate and percent of project)</small>
Other (describe): <u>Drainage District #1 (100%)(0.1541)</u> <small>(Name, tax rate and percent of project)</small>	Other (describe): <u>Refugio Co WCIS #2 (100%)(0.00111)</u> <small>(Name, tax rate and percent of project)</small>
- 5. Is the project located entirely within the ISD listed in Section 1? Yes No
 - 5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
- 6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? Yes No
 - 6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at comptroller.texas.gov/economy/local/ch313/.

- 1. At the time of application, what is the estimated minimum qualified investment required for this school district? 20,000,000.00
- 2. What is the amount of appraised value limitation for which you are applying? 25,000,000.00
- Note:** The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
- 3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? Yes No
- 4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
 - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
 - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
 - c. a detailed map of the qualified investment showing location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, with vicinity map (**Tab 11**).
- 5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? Yes No

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? 12/27/2018

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

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

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

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? 5

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

6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.

7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is 735.75
 - b. 110% of the average weekly wage for manufacturing jobs in the county is 809.33
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,275.07

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? 42,084.90

10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 42,084.90

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**.

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

TAB	ATTACHMENT
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation <i>(if applicable)</i>
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
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 <i>(if applicable)</i>
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property <i>(if applicable)</i>
11	<p>Maps that clearly show:</p> <ul style="list-style-type: none"> 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 <p>Note: Electronic maps should be high resolution files. Include map legends/markers.</p>
12	Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>
15	Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>
16	<p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* <p>* To be submitted with application or before date of final application approval by school board</p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>

TAB 2

PROOF OF PAYMENT OF APPLICATION FEE

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)*



701 Brazos Street
Suite 1400
Austin, TX 78701

December 14, 2018

Ms. Janice Sykora
Superintendent
Woodsboro Independent School District
408 S. Kasten St.
Woodsboro, TX 78393

Re: Withdrawal of June 14, 2018 Chapter 313 application

Dear Superintendent Sykora

Cranell Wind Farm, LLC requests that the Chapter 313 application presented to the Woodsboro Independent School District's Board of Trustees be withdrawn. Cranell Wind Farm, LLC will be presenting a new application on December 17 to replace this withdrawn application.

Thank you for your support.

With kind regards,

A handwritten signature in black ink, appearing to read 'PB', with a long horizontal flourish extending to the right.

Paul Bowman
Sr. Vice President, Development

Accepted withdrawal

Janice Sykora

12-17-2018

TAB 3

DOCUMENTATION OF COMBINED GROUP MEMBERSHIP

Texas Franchise Tax Extension Affiliate List

■ Tcode 13298 Franchise

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

1 2 0 0 0 7 5 1 6 8 0

2 0 1 7

E.ON Climate & Renewables North America, LLC

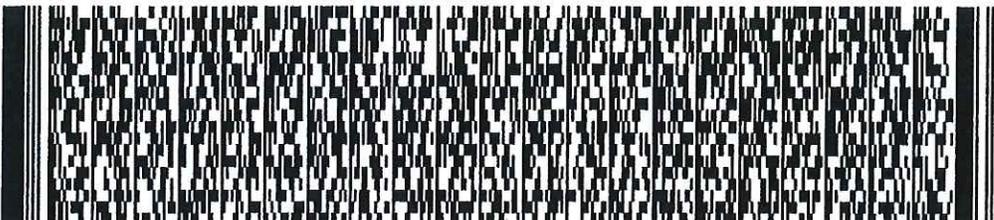
LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)											BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
	1	2	3	4	5	6	7	8	9	0	1	
1. EC&R SERVICES, LLC	3	2	0	4	2	2	0	6	6	1	8	■ ○
2. EC&R ENERGY MARKETING, LLC	3	2	0	4	1	7	0	8	3	4	1	■ ○
3. EC&R DEVELOPMENT, LLC	3	2	0	3	9	4	5	1	5	3	2	■ ○
4. MUNNSVILLE INVESTCO, LLC	3	0	0	5	4	3	4	7	1			■ ●
5. FOREST CREEK INVESTCO, INC.	1	7	1	0	9	9	2	4	7	2	4	■ ●
6. EC&R INVESTCO MGMT II, LLC	9	0	0	5	4	4	2	4	8			■ ●
7. EC&R NA SOLAR PV, LLC	3	2	0	4	3	7	1	6	9	8	7	■ ●
8. CORDOVA WIND FARM, LLC	2	0	0	0	7	5	1	6	8			■ ●
9. EC&R ASSET MANAGEMENT, LLC	3	2	0	3	3	6	2	0	9	0	0	■ ●
10. EC&R INVESTCO MGMT, LLC	2	7	1	7	6	8	9	4	3			■ ●
11. EC&R O&M, LLC	3	2	0	3	0	3	5	4	8	4	2	■ ○
12. INADALE WIND FARM, LLC	3	2	0	3	3	8	2	6	0	6	9	■ ○
13. PYRON WIND FARM, LLC	3	2	0	3	3	8	2	6	0	9	3	■ ○
14. SETTLERS TRAIL WIND FARM, LLC	2	7	2	3	0	1	2	4	5			■ ●
15. EC&R PANTHER CREEK WIND FARM III, LLC	3	2	0	3	7	4	3	1	6	6	8	■ ○
16. EC&R QSE, LLC	3	2	0	3	3	7	5	9	0	2	1	■ ○
17. EC&R SHERMAN, LLC	3	2	0	3	7	1	3	2	8	1	1	■ ●
18. FLATLANDS WIND FARM, LLC	2	0	0	0	7	5	1	6	8			■ ●
19. PANTHER CREEK SOLAR, LLC	3	2	0	5	2	4	1	5	3	8	0	■ ○
20. EC&R SOLAR DEVELOPMENT, LLC	3	2	0	5	1	5	2	1	5	2	7	■ ○
21. ANACACHO WIND FARM, LLC	3	2	0	4	4	5	5	9	1	2	1	■ ○

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05-165
(Rev.9-11/3)

Texas Franchise Tax Extension Affiliate List

■ Tcode 13298 Franchise

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

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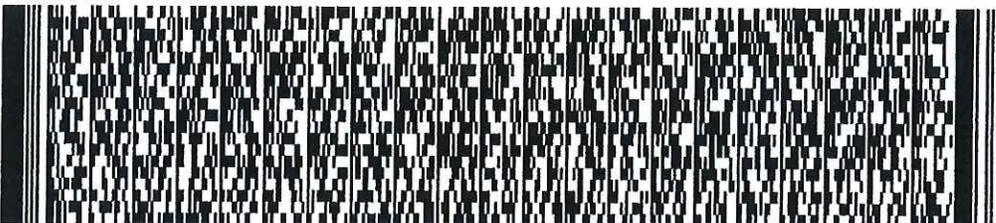
E.ON Climate & Renewables North America, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)										BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS	
1. MUNNSVILLE WF HOLDCO, LLC	2	6	1	9	5	2	0	7	7			■ ●
2. MUNNSVILLE WIND FARM, LLC	2	6	1	9	5	2	0	7	7			■ ●
3. PIONEER TRAIL WIND FARM, LLC	8	0	0	6	4	2	2	8	0			■ ●
4. VENADO WIND FARM, LLC	3	2	0	3	8	4	0	5	9	0	1	■ ●
5. WILDCAT WIND FARM II, LLC	2	7	1	7	6	8	9	4	3			■ ●
6. COLBECK'S CORNER HOLDCO, LLC	2	7	1	7	6	8	9	4	3			■ ●
7. RADFORD'S RUN HOLDCO, LLC	3	7	1	8	3	9	0	0	6			■ ●
8. TECH PARK SOLAR, LLC	4	5	1	1	7	7	9	1	3			■ ●
9. TIPTON WIND, LLC	2	7	1	7	6	8	9	4	3			■ ●
10. VALENCIA SOLAR, LLC	3	0	0	6	2	9	7	4	9			■ ●
11. BLACKJACK CREEK WIND FARM, LLC	3	2	0	6	1	9	8	4	0	6	1	■ ○
12. MARICOPA EAST SOLAR PV, LLC	9	0	0	6	4	1	8	6	0			■ ●
13. MARICOPA EAST SOLAR PV 2, LLC	9	0	0	6	4	1	8	6	0			■ ●
14. NORTHERN ORCHARD SOLAR PV, LLC	9	0	0	6	4	1	8	6	0			■ ●
15. WEST OF THE PECOS SOLAR, LLC	3	2	0	5	1	5	0	6	3	8	7	■ ○
16. ROSE ROCK WIND FARM, LLC	2	7	1	7	6	9	6	3	1			■ ●
17. WILDCAT WIND FARM III, LLC	2	7	1	7	6	8	9	4	3			■ ●
18. BRUENNING'S BREEZE WIND FARM, LLC	3	2	0	5	2	2	2	9	9	0	6	■ ○
19. EC&R MAGICAT HOLDCO, LLC	9	0	0	5	4	4	2	4	8			■ ●
20. SNOW SHOE WIND FARM, LLC	2	7	1	7	6	8	9	4	3			■ ●
21. STELLA WIND FARM, LLC	3	2	0	5	1	2	4	5	1	4	3	■ ○

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Texas Franchise Tax Extension Affiliate List

■ Tcode 13298 Franchise

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

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2 0 1 7

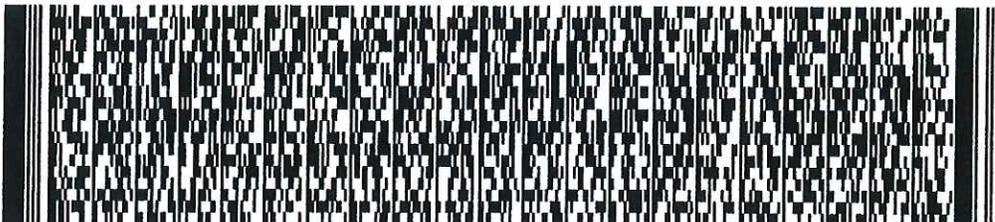
E.ON Climate & Renewables North America, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)										BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
	1	2	3	4	5	6	7	8	9	0	
1. CARDINAL WIND FARM, LLC	2	7	1	7	6	8	9	4	3		■●
2. COLBECK'S CORNER, LLC	3	2	0	5	2	3	5	4	0	1 9	■○
3. GRANDVIEW WIND FARM III, LLC	3	2	0	5	2	3	5	3	9	9 5	■○
4. E.ON ENERGY SERVICES, LLC	3	2	0	5	5	9	4	2	8	6 9	■○
5. STELLA WIND FARM II, LLC	3	2	0	5	2	3	5	3	9	7 9	■○
6. VICI WIND FARM, LLC	2	7	1	7	6	9	6	3	1		■●
7. RADFORD'S RUN WIND FARM, LLC	2	7	1	7	6	9	6	3	1		■●
8. EC&R INVESTCO EPC MGMT, LLC	3	2	0	5	2	4	8	9	5	7 5	■○
9. FOREST CREEK WF HOLDCO, LLC	1	2	6	2	3	6	3	4	1	4 9	■●
10. FOREST CREEK WIND FARM, LLC	3	2	0	1	8	6	6	8	7	0 0	■○
11. SAND BLUFF WF HOLDCO, LLC	1	2	6	1	8	0	4	5	2	6 9	■●
12. SAND BLUFF WIND FARM, LLC	3	2	0	1	9	9	7	2	5	9 8	■○
13. ROSCOE WF HOLDCO, LLC	1	2	6	2	0	8	2	9	0	2 3	■●
14. ROSCOE WIND FARM, LLC	3	2	0	2	0	2	8	8	3	0 7	■○
15. CHAMPION WF HOLDCO, LLC	1	2	6	1	8	1	5	1	7	1 1	■●
16. CHAMPION WIND FARM, LLC	3	2	0	2	6	1	0	4	9	0 4	■○
17. PANTHER CREEK WIND FARM I&II, LLC	3	2	0	3	3	8	2	6	2	4 2	■○
18. E.ON CARBON SOURCING NORTH AMERICA LL	3	2	0	3	6	1	9	4	3		■●
19. BOILING SPRINGS WIND FARM, LLC	2	7	1	7	6	9	6	3	1		■●
20. TIERRA BLANCA WIND FARM, LLC	3	2	0	5	5	7	5	1	2	4 5	■○
21. CATTLEMAN WIND FARM, LLC	3	2	0	5	5	7	2	8	2	7 6	■○

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Texas Franchise Tax Extension Affiliate List

■ **Tcode** 13298 Franchise

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

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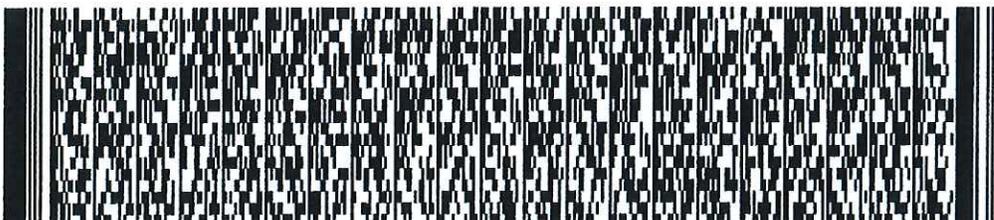
E.ON Climate & Renewables North America, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. GRANDVIEW WIND FARM IV, LLC	3 2 0 5 8 6 1 2 2 0 4	■ <input type="radio"/>
2. GRANDVIEW WIND FARM V, LLC	3 2 0 5 8 6 1 2 1 9 6	■ <input type="radio"/>
3. PIPKIN RANCH WIND FARM, LLC	3 2 0 5 8 6 1 2 2 5 3	■ <input type="radio"/>
4. VALVERDE WIND FARM, LLC	3 2 0 5 8 6 1 2 2 2 0	■ <input type="radio"/>
5. WIT RANCH WIND FARM, LLC	3 2 0 5 8 6 1 2 2 3 8	■ <input type="radio"/>
6. IRON HORSE BATTERY STORAGE, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
7. BLACKBRIAR BATTERY, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
8. PARADISE CUT BATTERY, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
9. NARANJO BATTERY, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
10. MARICOPA LAND HOLDING, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
11. STOCKTON SOLAR I, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
12. STOCKTON SOLAR II, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
13. BROKEN SPOKE SOLAR, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
14. EC&R FT HUACHUCA SOLAR, LLC	9 0 0 6 4 1 8 6 0	■ <input checked="" type="radio"/>
15. KASSON MANTECA SOLAR, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
16. FIFTH STANDARD SOLAR PV, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
17. MARICOPA WEST SOLAR PV 2, LLC	9 0 0 6 4 1 8 6 0	■ <input checked="" type="radio"/>
18. FORTUNA SOLAR, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
19. THREE ROCKS SOLAR, LLC	8 0 0 9 4 7 3 0 2	■ <input checked="" type="radio"/>
20. CATTLEMAN WIND FARM II, LLC	3 2 0 6 1 9 9 5 3 4 9	■ <input type="radio"/>
21. EL ALGODON ALTO WIND FARM, LLC	3 2 0 6 1 9 8 4 0 8 7	■ <input type="radio"/>

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Texas Franchise Tax Extension Affiliate List

■ Tcode 13298 Franchise

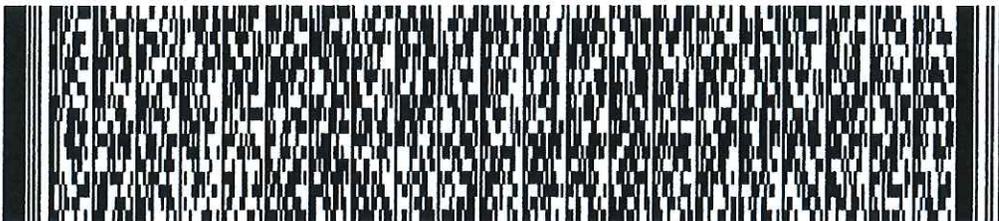
■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 2 0 0 0 7 5 1 6 8 0	2 0 1 7	E.ON Climate & Renewables North America, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. RAYMOND WIND FARM, LLC	3 2 0 6 1 9 8 4 0 5 3	■ ○
2. MAJOR WIND FARM, LLC	2 7 1 7 6 9 6 3 1	■ ●
3. OWEN PRAIRIE WIND FARM, LLC	2 7 1 7 6 9 6 3 1	■ ●
4. PAWNEE SPIRIT WIND FARM, LLC	2 7 1 7 6 9 6 3 1	■ ●
5. PEYTON CREEK WIND FARM, LLC	3 2 0 6 1 9 8 4 0 4 6	■ ○
6. VICI WIND FARM II, LLC	2 7 1 7 6 9 6 3 1	■ ●
7. VICI WIND FARM III, LLC	2 7 1 7 6 9 6 3 1	■ ●
8. CRANELL WIND FARM, LLC	3 2 0 6 1 9 9 5 3 3 1	■ ○
9. BRUENNINGS BREEZE HOLDCO, LLC	3 7 1 8 3 9 0 0 6	■ ●
10. NORTHERN ORCHARD SOLAR PV 2, LLC	8 0 0 9 4 7 3 0 2	■ ●
11. BLACKBEARD SOLAR, LLC	8 0 0 9 4 7 3 0 2	■ ●
12. FLORIDA SOLAR AND POWER GROUP LLC	8 1 1 5 2 3 7 4 2	■ ●
13. CAMELLIA SOLAR MEMBER LLC	8 1 1 5 2 3 7 4 2	■ ●
14. PINCKARD SOLAR MEMBER LLC	8 1 1 5 2 3 7 4 2	■ ●
15. CAMELLIA SOLAR LLC	8 1 1 5 2 3 7 4 2	■ ●
16. PINCKARD SOLAR LLC	8 1 1 5 2 3 7 4 2	■ ●
17. EC&R GRANDVIEW HOLDCO, LLC	2 7 1 7 6 8 9 4 3	■ ●
18.		■ ○
19.		■ ○
20.		■ ○
21.		■ ○

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Cranell Wind Farm, LLC, Texas tax payer identification number 32061995331, is a limited liability corporation first organized and registered with the Secretary of State on November 3, 2016. As of the date of this letter, the Cranell Wind Farm, LLC has not been required to file a franchise tax report. As of the first applicable filing period, Cranell Wind Farm, LLC will be a member of a combined group as defined by Texas Tax Code 171.0001 (7). The reporting entity taxpayer name is E.ON Climate & Renewables North America, LLC, Texas tax payer identification number 12000751680.

With kind regards,

A handwritten signature in black ink, appearing to read 'John Franklin'. The signature is written in a cursive style with a long horizontal flourish extending to the right.

John Franklin
Executive Vice President

TAB 4

DETAILED DESCRIPTION OF PROJECT

Cranell Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property

Tab 4

Section 7 — Project Description

The proposed Project will consist of a facility designed to use wind power to generate electricity, including wind turbines, towers, transformers, transmission lines, and associated ancillary equipment necessary to safely operate, maintain and transmit power to the ERCOT grid, and meteorological equipment to measure and test wind speed and direction. The Project may consist of 100 wind turbine generators, with a capacity of 2.0 megawatts per generator, with an approximate total capacity of 220 MW.

The Project layout is not finalized at this time, but the base case scenario assumes 100% of the total project is in the Woodsboro ISD. The base case also assumes the Vestas V120, 2.2 MW model as the turbine for the Project. Therefore, WISD can expect to have 100 turbines (for a total capacity of 220 MWs) in their service territory. All of the property for which the applicant is seeking a limitation on appraised value will be owned by the applicant. All qualified property will be located inside the project boundaries.

The Project is in the process of signing the Full Interconnection Agreement with ERCOT. The Project has been assigned interconnection study ERCOT #19INR0112.

The Project will be entirely located within Refugio County. Current land use for the private property consists of ranching, hunting and oil and gas production (note that these uses can continue, as the Project is designed to be compatible with such activities).

The additional improvements for the Project may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- 100 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- ECRNA will construct one 345:34.5kV collection substation, including power transformers with OLTC's, as well as associated circuit breakers, switches, reactive power compensation equipment and control building.
- The collection substation will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line.

- **Underground power cables and various cable accessories, with grounding.**
- **Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.**
- **Underground communication cables**

TAB 5

LIMITATION AS DETERMINING FACTOR

Cranell Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property

Tab 5

Section 8 — Limitation as Determining Factor

- 1) N/A
- 2) Cranell Wind Farm, LLC has entered into contracts for work for preliminary land work.
- 3) N/A
- 4) N/A
- 5) N/A
- 6) No.
- 7) The Company is currently considering several other projects in Texas (Val Verde County, Jack County, Kenedy County, Willacy County, Hardeman County, San Patricio County and several others), Oklahoma (Vici complex, Major, Boiling Springs), Kansas (four project sites), Missouri, Indiana, Illinois, plus Canada. The Company has received tax incentives on several of these projects which significantly improve the financial viability of the investment. EON has not built a project in Texas that did not have a Chapter 313 agreement, as it is crucial to exceeding the company financial hurdle. EON recently sold a project that was unable to get a Chapter 313 agreement, as it was unable to meet the minimum financial hurdle. Without a Chapter 313 agreement, this Project would probably not be built.
- 8) N/A
- 9) N/A
- 10) N/A

TAB 6

LOCATED 100% IN JEFFERSON COUNTY AND NEDERLAND ISD

Cranell Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property

Tab 6

Section 10 — The Property

The proposed Project will consist of approximately 100 wind turbine generators, with a capacity of 2.2 megawatts per generator, with an approximate total capacity of 220 MW. The current base case Project layout assumes 100 Vestas V120 turbines (2.2 MW capacities) which will all be located in Woodsboro ISD service territory. A map of the project area, the reinvestment zone and the school districts is attached.

At this time, we are projecting a total qualified investment of \$250 million for Cranell Wind Farm, LLC. The entire Project will be within the Woodsboro ISD area.

TAB 7

DESCRIPTION OF QUALIFIED INVESTMENT

Cranell Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property

Tab 7

Section 11— Investment

Description of Qualified Investment

4a. & 4b. Cranell Wind Farm, LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 220 megawatts within the Woodsboro ISD territory. The current base case turbine is the Vestas V120 with a 2.2 MW capacity. Therefore it is expected that 100 Vestas turbines will be located in WISD area.

The additional improvements for the Project may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- Approximately 100 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- ECRNA will construct one 345:34.5kV collection substation, including transformers with OLTC's, as well as associated circuit breakers, switches, reactive power compensation equipment and control building. Location of substation is not known at this time.
- The collection substation will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line approximately 9 miles in length.
- Underground power cables from, and various cable accessories, with grounding.
- Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.
- Underground communication cables

4c. Please see map in Tab 11. The specific locations of the roads, turbines and ancillary equipment is yet to be determined.

TAB 8

DESCRIPTION OF QUALIFIED PROPERTY

Cranell Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property

Tab 8

Section 12— Qualified Property

Description of Qualified Property

1a. & 1b. Cranell Wind Farm, LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 220 megawatts within the Woodsboro ISD territory. The current base case turbine is the Vestas V120 with a 2.2 MW capacity. Therefore it is expected that 100 Acciona turbines will be located in WISD area.

The additional improvements for the Project may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- 44-75 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- ECRNA will construct one 345:34.5kV collection substation, including transformers with OLTC's, as well as associated circuit breakers, switches, reactive power compensation equipment and control building. Location of substation is not known at this time.
- The collection substation will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line approximately 9 miles in length.
- Underground power cables from, and various cable accessories, with grounding.
- Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.
- Underground communication cables

1c. Please see map in Tab 11. The specific locations of the roads, turbines and ancillary equipment is yet to be determined.

TAB 9

DESCRIPTION OF LAND

Land not considered part of qualified investment or property.

N/A

TAB 10

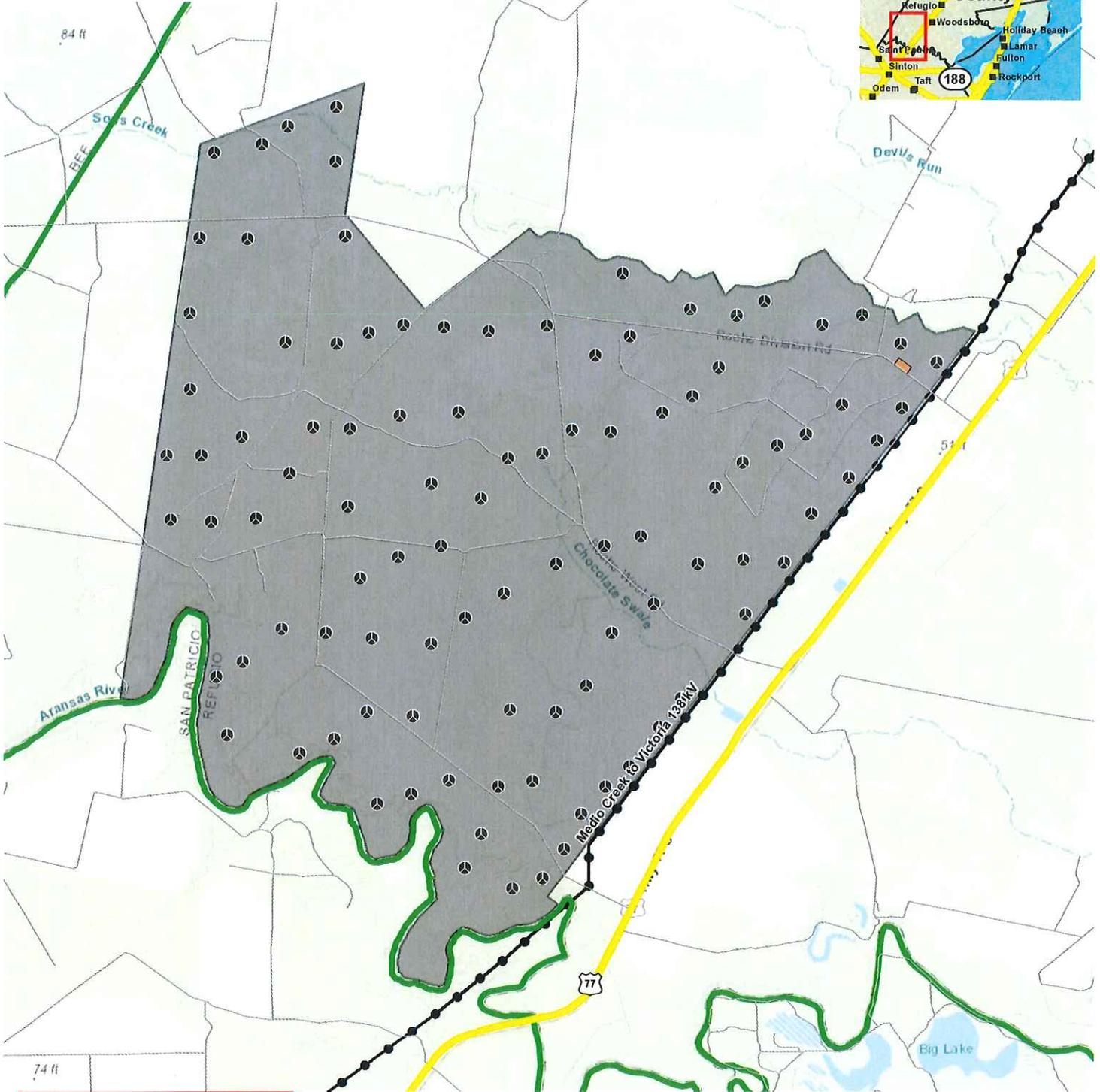
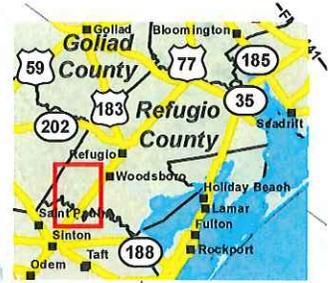
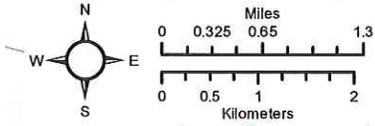
DESCRIPTION OF EXISTING IMPROVEMENTS

There are no existing improvements related to the proposed project at this site.

N/A

TAB 11

MAPS



Cranell Project Area and Woodsboro ISD
Refugio County, Texas

- Turbine Layout
- Woodsboro ISD
- O&M Building
- Cranell Project Area and Reinvestment Zone
- Transmission Line

- Road Classification**
- Interstate Highway
 - US/State Highway
 - County Road/Highway
 - Local Road
 - Dirt/Unpaved Road

Date: December 12, 2018
Map Scale: 1:75,000
Projection: NAD 1983 UTM Zone 14N
Datum: North American 1983

e-on
Map produced by E.ON Climate & Renewables NA for internal use only. Final analysis & site locations to be determined by E.ON personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from E.ON C&R.

TAB 12

REQUEST FOR JOB WAIVER

N/A



December 14, 2018

Ms. Janice Sykora
Superintendent
Woodsboro Independent School District
408 S. Kasten St.
Woodsboro, TX 78393

Re: Chapter 313 Job Waiver Request

Dear Ms. Sykora,

Cranell Wind Farm, LLC requests that the Woodsboro Independent School District's Board of Trustees waive the job requirement provision as allowed by Section 313.025(f-1) of the tax code. This waiver would be based on the school district's board findings that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility attic property owner that is described in the application.

Cranell Wind Farm, LLC requests that the Woodsboro Independent School District make such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, Cranell Wind Farm, LLC has committed to create 6 total jobs for the project.

Wind projects create a large number of full and part-time, but temporary, jobs during the construction phase of the project, but require a relatively small number of highly skilled technicians to operate and maintain the project after commercial operation commences.

The industry standard for employment is typically one full-time employee for approximately every 15 turbines. This number may fluctuate depending on the operations and maintenance requirements of the turbine selected as well as the support and technical assistance offered by the turbine manufacturer. The permanent employees of a wind project maintain and service wind turbines, underground electrical connections, substations and other infrastructure associated with the safe and reliable operation of the project. In addition, to the onsite employees, there may be managers or technicians who support the project from offsite locations.

With kind regards,

A handwritten signature in black ink, appearing to be 'PB', with a long horizontal line extending to the right.

Paul Bowman
Executive Vice President, Development



December 14, 2018

Ms. Janice Sykora
Superintendent
Woodsboro Independent School District
408 S. Kasten St.
Woodsboro, TX 78393

Re: Chapter 313 Job Waiver Request

Dear Ms. Sykora,

Cranell Wind Farm, LLC requests that the Woodsboro Independent School District's Board of Trustees waive the job requirement provision as allowed by Section 313.025(f-1) of the tax code. This waiver would be based on the school district's board findings that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility attic property owner that is described in the application.

Cranell Wind Farm, LLC requests that the Woodsboro Independent School District make such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, Cranell Wind Farm, LLC has committed to create 6 total jobs for the project.

Wind projects create a large number of full and part-time, but temporary, jobs during the construction phase of the project, but require a relatively small number of highly skilled technicians to operate and maintain the project after commercial operation commences.

The industry standard for employment is typically one full-time employee for approximately every 15 turbines. This number may fluctuate depending on the operations and maintenance requirements of the turbine selected as well as the support and technical assistance offered by the turbine manufacturer. The permanent employees of a wind project maintain and service wind turbines, underground electrical connections, substations and other infrastructure associated with the safe and reliable operation of the project. In addition, to the onsite employees, there may be managers or technicians who support the project from offsite locations.

With kind regards,

Paul Bowman
Executive Vice President, Development

Approved waiver

Janice Sykora, Supt.

12-17-2018

TAB 13

CALCULATION OF WAGE REQUIREMENTS

CALCULATION OF WAGE REQUIREMENTS

TOTAL REGION MANUFACTURING

Council of Government	Hourly	Weekly	Annual
1. Coastal Bend Council of Governments	\$28.98	\$1159.15	60,276

$\$1159.15 \times 1.10 = \mathbf{\$1275.07}$

$\$60,276.00 \times 1.10 = \mathbf{\$66,303.60}$

TOTAL – ALL INDUSTRIES –Refugio County (Refugio has no Manufacturing values available)

Year	Quarter	Average Weekly Wages	Annualized
2017	3Q	\$697	\$36,244
2017	4Q	\$745	\$38,740
2018	1Q	\$742	\$38,584
2018	2Q	\$759	\$39,468
		\$735.75	\$38,259
		X <u>110% of County Average Weekly Wage for all Jobs</u>	
		\$809.33	\$42,084.90

TOTAL— ALL INDUSTRIES – Refugio County

Year	Quarter	Average Weekly Wages	Annualized
2017	3Q	\$697	\$36,244
2017	4Q	\$745	\$38,740
2018	1Q	\$742	\$38,584
2018	2Q	\$759	\$39,468
		\$735.75	\$42,084.90

Quarterly Employment and Wages (QCEW) Refugio County- TOTA L ALL – All Industries

Manufacturing values were not available for Refugio, so used All Industries – All Sectors

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2017	3rd Qtr	Refugio County	Total All	00	0	10	Total, all industries	\$697
2017	4th Qtr	Refugio County	Total All	00	0	10	Total, all industries	\$745
Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2018	1st Qtr	Refugio County	Total All	00	0	10	Total, all industries	\$742
2018	2nd Qtr	Refugio County	Total All	00	0	10	Total, all industries	\$759

Quarterly Employment and Wages (QCEW) Refugio County – All Industries

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2017	3rd Qtr	Refugio County	Total All	00	D	10	Total, all industries	\$697
2017	4th Qtr	Refugio County	Total All	00	D	10	Total, all industries	\$745
Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2018	1st Qtr	Refugio County	Total All	00	D	10	Total, all industries	\$742
2018	2nd Qtr	Refugio County	Total All	00	D	10	Total, all industries	\$759

**Quarterly Employment and Wages (QCEW)
NORTEX Regional Planning Commission-
Manufacturing**

**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 - D

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

Applicant Name: Crumell Wind, LLC
SBD Name: Woodstock ISD

PROPERTY INVESTMENT AMOUNTS (Estimated investment in each year. Do not put cumulative totals.)									
Investment made before filing complete application with district.	Year preceding the first complete tax filing period (assuming no deferrals of qualifying time period)	School Year (YYYY-YYYY)	Tax Year (FIR in actual tax year below)	Column A	Column B	Column C	Column D	Column E	Total Investment (Sum of Columns A-E-C-D)
				New investment (personal property placed in service during the year that will become Qualified Property)	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other new investment made during the year that will become Qualified Property (SEE NOTE)	Other new investment made during this year that may become Qualified Property (SEE NOTE)	Total Investment (Sum of Columns A-E-C-D)	
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				\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Complete tax years of qualifying time period		Q1P1	2019	\$ 250,750,000.00	\$ -	\$ -	\$ -	\$ -	\$ 250,750,000.00
		Q1P2	2020	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Investment through Qualifying Time Period (ENTER this row in Schedule A2)				\$ 250,750,000.00					\$ 250,750,000.00
Total Qualified Investment (sum of green cells)				\$ 250,750,000.00					\$ 250,750,000.00

For AP Columns: List amount invested each year, not cumulative totals.
 Column A: This represents the total dollar amount of planned investment in tangible personal property that is specifically described in the application and becomes 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 31.021(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 last row in this table 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)

Applicant Name: Cressell Wind, LLC
 ISD Name: Woodchester ISD

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 only) 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 improvements to components of buildings that will become Qualified Property	Column C Other investment made during this year that will BECOME Qualified Property (SEE NOTE)	Column D Other investment made during this year that will become Qualified Property (SEE NOTE)	Column E Total Investment (A+B+C+D)		
TOTALS FROM SCHEDULE A1			\$ 250,750,000.00				\$ 250,750,000.00		
0	2018-2019	2018							
1	2020-2021	2020							
2	2021-2022	2021							
3	2022-2023	2022							
4	2023-2024	2023							
5	2024-2025	2024							
6	2025-2026	2025							
7	2026-2027	2026							
8	2027-2028	2027							
9	2028-2029	2028							
10	2029-2030	2029							
Total Investment made through limitation			\$ 250,750,000.00				\$ 250,750,000.00		
11	2030-2031	2030							
12	2031-2032	2031							
13	2032-2033	2032							
14	2033-2034	2033							
15	2034-2035	2034							
16	2035-2036	2035							
17	2036-2037	2036							
18	2037-2038	2037							
19	2038-2039	2038							
20	2039-2040	2039							
21	2040-2041	2040							
22	2041-2042	2041							
23	2042-2043	2042							
24	2043-2044	2043							
25	2044-2045	2044							

Continue to maintain viable presence

* All investments made through the qualifying time period are captured and totaled on Schedule A1 (blue box) and incorporated into this schedule in the first row.
 ** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year" prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.
 *** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investment in years that were not captured on Schedule A1.
 For All Columns: Use amount treated each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.
 Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.
 Column B: Only tangible personal property that is specifically described in the application can become qualified property.
 Column C: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.
 Column D: 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 45 of the application.
 Column E: 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.

Applicant Name
ISD Name

Crarell Wind, LLC
Woodsboro ISD

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

Form 50-296A
Revised Feb 2014

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year)	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 ISB after all reductions	Final taxable value for M&O after all reductions
0	2018-2019	2018	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
1	2019-2020	2019	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2	2020-2021	2020	\$ -	\$ -	\$ 250,750,000	\$ 250,750,000	\$ 250,750,000.00	\$ 25,000,000.00
3	2021-2022	2021	\$ -	\$ -	\$ 231,943,750	\$ 231,943,750	\$ 231,943,750.00	\$ 25,000,000.00
4	2022-2023	2022	\$ -	\$ -	\$ 214,547,969	\$ 214,547,969	\$ 214,547,969.00	\$ 25,000,000.00
5	2023-2024	2023	\$ -	\$ -	\$ 198,456,871	\$ 198,456,871	\$ 198,456,871.00	\$ 25,000,000.00
6	2024-2025	2024	\$ -	\$ -	\$ 183,572,606	\$ 183,572,606	\$ 183,572,606.00	\$ 25,000,000.00
7	2025-2026	2025	\$ -	\$ -	\$ 169,804,660	\$ 169,804,660	\$ 169,804,660.00	\$ 25,000,000.00
8	2026-2027	2026	\$ -	\$ -	\$ 157,069,311	\$ 157,069,311	\$ 157,069,311.00	\$ 25,000,000.00
9	2027-2028	2027	\$ -	\$ -	\$ 145,289,112	\$ 145,289,112	\$ 145,289,112.00	\$ 25,000,000.00
10	2028-2029	2028	\$ -	\$ -	\$ 134,392,429	\$ 134,392,429	\$ 134,392,429.00	\$ 25,000,000.00
11	2029-2030	2029	\$ -	\$ -	\$ 124,312,997	\$ 124,312,997	\$ 124,312,997.00	\$ 25,000,000.00
12	2030-2031	2030	\$ -	\$ -	\$ 114,989,522	\$ 114,989,522	\$ 114,989,522.00	\$ 14,989,522.00
13	2031-2032	2031	\$ -	\$ -	\$ 106,365,308	\$ 106,365,308	\$ 106,365,308.00	\$ 106,365,308.00
14	2032-2033	2032	\$ -	\$ -	\$ 98,387,910	\$ 98,387,910	\$ 98,387,910.00	\$ 98,387,910.00
15	2033-2034	2033	\$ -	\$ -	\$ 91,008,817	\$ 91,008,817	\$ 91,008,817.00	\$ 91,008,817.00
16	2034-2035	2034	\$ -	\$ -	\$ 84,183,155	\$ 84,183,155	\$ 84,183,155.00	\$ 84,183,155.00
17	2035-2036	2035	\$ -	\$ -	\$ 77,869,419	\$ 77,869,419	\$ 77,869,419.00	\$ 77,869,419.00
18	2036-2037	2036	\$ -	\$ -	\$ 72,029,212	\$ 72,029,212	\$ 72,029,212.00	\$ 72,029,212.00
19	2037-2038	2037	\$ -	\$ -	\$ 66,627,021	\$ 66,627,021	\$ 66,627,021.00	\$ 66,627,021.00
20	2038-2039	2038	\$ -	\$ -	\$ 61,629,995	\$ 61,629,995	\$ 61,629,995.00	\$ 61,629,995.00
21	2039-2040	2039	\$ -	\$ -	\$ 57,007,745	\$ 57,007,745	\$ 57,007,745.00	\$ 57,007,745.00
22	2040-2041	2040	\$ -	\$ -	\$ 52,732,164	\$ 52,732,164	\$ 52,732,164.00	\$ 52,732,164.00
23	2041-2042	2041	\$ -	\$ -	\$ 50,150,000	\$ 50,150,000	\$ 50,150,000.00	\$ 50,150,000.00
24	2042-2043	2042	\$ -	\$ -	\$ 50,150,000	\$ 50,150,000	\$ 50,150,000.00	\$ 50,150,000.00
25	2043-2044	2043	\$ -	\$ -	\$ 50,150,000	\$ 50,150,000	\$ 50,150,000.00	\$ 50,150,000.00
26	2044-2045	2044	\$ -	\$ -	\$ 50,150,000	\$ 50,150,000	\$ 50,150,000.00	\$ 50,150,000.00

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.

Additional years for 25 year economic impact as required by 313.026(c)(1)

Value Limitation Period

Continue to maintain viable presence

Schedule C: Employment Information

Applicant Name
Cranell Wind, LLC
ISD Name
Woodsboro ISD

	Construction			Non-Qualifying Jobs		Qualifying Jobs	
	Column A	Column B	Column C	Column D	Column E	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		
Tax Year (Actual tax year) YYYY	School Year (YYYY-YYYY)	Year					
Each year prior to start of Value Limitation Period <i>Insert an annual wage rate necessary for each year prior to start of Value Limitation Period</i>	2018-2019	2016					
Each year prior to start of Value Limitation Period <i>Insert an annual wage rate as necessary</i>	2019-2020	2019	250 FTE		\$ 40,598.00		
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	2020-2021	2020		N/A		5	\$ 40,598.00
	2021-2022	2021		N/A		5	\$ 40,598.00
	2022-2023	2022		N/A		5	\$ 40,598.00
	2023-2024	2023		N/A		5	\$ 40,598.00
	2024-2025	2024		N/A		5	\$ 40,598.00
	2025-2026	2025		N/A		5	\$ 40,598.00
	2026-2027	2026		N/A		5	\$ 40,598.00
	2027-2028	2027		N/A		5	\$ 40,598.00
	2028-2029	2028		N/A		5	\$ 40,598.00
	2029-2044	2029		N/A		5	\$ 40,598.00
	Years Following Value Limitation Period	2030-2045	2030-2045		N/A		5

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

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

Schedule D: Other Incentives (Estimated)

Cranell Wind, LLC
Woodsboro ISD

Applicant Name
ISD Name

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:Refugio City: Other:	2020	2029	\$ 1,448,112.00	65% Abatement	\$ 506,839.00
Local Government Code Chapters 380/381	County: City: Other:					
Freepoint 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				\$ 1,448,112.00		\$ 506,839.00

Additional information on incentives for this project:

TAB 15

ECONOMIC IMPACT STUDY

N/A

N/A

TAB 16

DESCRIPTION OF REINVESTMENT ZONE

Cranell Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property
Tab 16
Section 12— Reinvestment Zone

3b., 3c. & 3e. To be created by Refugio County

3d. To be adopted by Refugio County.

TAB 17

SIGNATURE AND CERTIFICATION PAGE

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 ▶ Janice Sykora Superintendent
Print Name (Authorized School District Representative) Title

sign here ▶ Janice Sykora 12-17-2018
Signature (Authorized School District Representative) Date

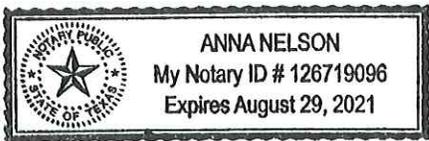
2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print here ▶ Paul Bowman Executive Vice President
Print Name (Authorized Company Representative (Applicant)) Title

sign here ▶ [Signature] 12/14/18
Signature (Authorized Company Representative (Applicant)) Date



(Notary Seal)

GIVEN under my hand and seal of office this, the

14 day of December, 2018
[Signature]
 Notary Public in and for the State of Texas
 My Commission expires: 8-29-21

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.