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December 2, 2015

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

Via Email and Federal Express

Re: App 1085 Dimmitt ISD – Bethel Wind Farm LLC
(successor-in-interest to original applicant Orion Wind Resources, LLC)
Amendment 003

Dear Jenny:

Orion Wind Resources, LLC is the original Applicant under the Chapter 313 Application 1085 submitted by Orion Wind Resources, LLC to Dimmitt ISD (the "Application"). We have been advised by Orion Wind Resources, LLC that it recently transferred all of its assets relating to the wind energy project that it is the subject of the Application to Bethel Wind Farm LLC. In connection with such transfer, Orion Wind Resources, LLC assigned all of its rights in the above-noted Application to Bethel Wind Farm LLC ("Assignment"). Bethel Wind Farm LLC is now the current Applicant for the Application.

Pursuant to the Assignment, Applicant has notified Dimmitt ISD, and with this letter we now notify you on behalf of Applicant and Dimmitt ISD, that all references in the Application to "Orion Wind Resources, LLC" should be amended to refer to "Bethel Wind Farm LLC."

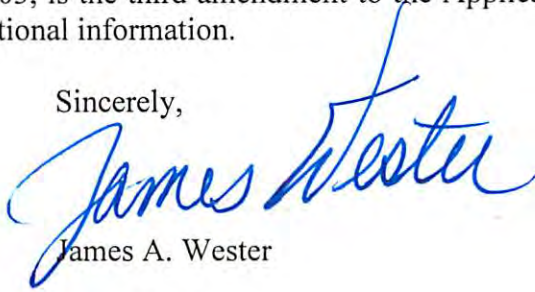
Pursuant to the Assignment, we also enclose the following amended pages provided by the Applicant for the Application:

- *Form 50-296-A – Pages 2, 3, & 8*
- *Checklist Item #3*

Jenny Hicks
December 2, 2015
Page 2

A CD containing these documents is also enclosed. This Amendment, dated December 2, 2015 and numbered 003, is the third amendment to the Application. Please let me know if you require any additional information.

Sincerely,

A handwritten signature in blue ink, appearing to read "James Wester". The signature is fluid and cursive, with the first name "James" being more prominent than the last name "Wester".

James A. Wester

JWW/ph

Encl.

cc: Evan Horn, Ryan, LLC

Bryan Davis, Superintendent, Dimmitt ISD

SECTION 1: School District Information *(continued)*

3. Authorized School District Consultant *(If Applicable)*

Audie First Name Attorney Title Underwood Law Firm, P.C. Firm Name (806) 364-2626 Phone Number Mobile Number (optional)	Sciumbato Last Name Fax Number Audie.Sciumbato@uwlaw.com Email Address
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4. On what date did the district determine this application complete? July 16, 2015
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)*

Kelly First Name Vice President, Development Title One South Wacker Drive, Suite 1900 Street Address One South Wacker Drive, Suite 1900 Mailing Address Chicago City (312) 582-1421 Phone Number Mobile Number (optional)	Meyer Last Name Bethel Wind Farm LLC Organization IL State 60606 ZIP Fax Number KMeyer@invenergyllc.com Business Email Address
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2. Will a company official other than the authorized company representative be responsible for responding to future information requests? ☐ Yes ☒ No

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

_____ First Name _____ Title _____ Street Address _____ Mailing Address _____ City _____ Phone Number _____ Mobile Number (optional)	_____ Last Name _____ Organization _____ State 60606 ZIP _____ Fax Number _____ Business Email Address
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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)**

Evan	Horn
First Name	Last Name
Agent	
Title	
Ryan LLC	
Firm Name	
(512) 476-0022	
Phone Number	Fax Number
Evan.Horn@Ryan.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? Bethel Wind Farm LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32057966445
3. List the NAICS code 221115
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**)

CHECKLIST ITEM #3

Combined Group Membership Documentation

The entity, Bethel Wind Farm LLC, was formed on 8/5/2015 after the latest combined group franchise tax filing was completed. Attached to this application is the aforementioned filing, of which Bethel Wind Farm LLC will be included in future years.

**Documentation of combined
group received by the
Texas Comptroller
of Public Accounts**



Application for Appraised Value Limitation on Qualified Property

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
here

Bryan Davis

Print Name (Authorized School District Representative)

Superintendent

Title

sign
here

Bryan Davis

Signature (Authorized School District Representative)

12-2-15

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

Kelly Meyer

Print Name (Authorized Company Representative (Applicant))

Vice President, Development

Title

sign
here

Kelly Meyer

Signature (Authorized Company Representative (Applicant))

12-2-15

Date



(Notary Seal)

GIVEN under my hand and seal of office this, the

2nd day of December, 2015

Ruth M. Nadolny
Notary Public in and for the State of Texas

My Commission expires: 3.8.2017

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.