

**RESOLUTION OF THE
McCULLOCH COUNTY COMMISSIONERS COURT**

**A RESOLUTION AND ORDER APPROVING TAX ABATEMENT AGREEMENT
BETWEEN RATTLESNAKE POWER, LLC
AND McCULLOCH COUNTY, TEXAS**

WHEREAS, McCulloch County, Texas, designated and created the Rattlesnake Reinvestment Zone (the "Zone") by Order of the Commissioners Court of McCulloch County, Texas, dated August 17, 2015;

WHEREAS, Rattlesnake Power, LLC, contemplates making certain improvements to the real property located within the Zone consisting of a wind powered electric generating facilities and related transmission improvements;

WHEREAS, an application for the tax abatement has been filed with McCulloch County, Texas, and the application meets the requirements of the McCulloch County Guidelines and Criteria for Tax Abatement;

WHEREAS, the McCulloch County Commissioners Court has elected to become eligible to participate in tax abatements; and

WHEREAS, Rattlesnake Power, LLC, and McCulloch County, Texas, have agreed upon the terms of a tax abatement agreement; and

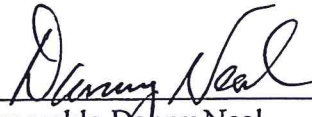
WHEREAS, the Commissioners Court of McCulloch County is required by statute to approve the tax rate of McCulloch County or expressly required by statute to levy the ad valorem taxes of McCulloch County.

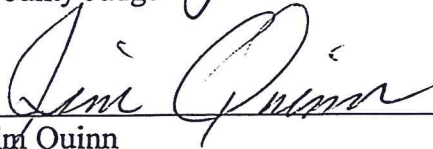
NOW THEREFORE, BE IT RESOLVED BY THE MCCULLOCH COUNTY COMMISSIONERS COURT:

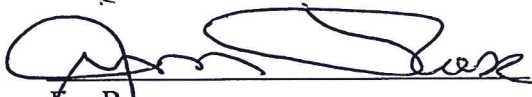
1. That the findings and recitals in the preamble to this Order are found to be true and correct and are hereby RATIFIED, APPROVED, and ADOPTED;
2. That the tax abatement agreement in substantially the form attached hereto as Exhibit "A" (the "Tax Abatement Agreement"), made a part hereof, is hereby approved pursuant to the McCulloch County Guidelines and Criteria for Tax Abatement; and
3. That the County Judge and the County Clerk are hereby authorized to enter into, execute, and deliver the Tax Abatement Agreement on behalf of McCulloch County, Texas.

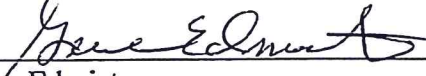
PASSED, APPROVED, AND ADOPTED on this 14th day of September, 2015.


MCCULLOCH COUNTY, TEXAS

By: 
The Honorable Danny Neal
County Judge

By: 
Jim Quinn
Commissioner, Precinct 1

By: 
Jim Ross
Commissioner, Precinct 3

Not in FAVOR
By: 
Gene Edmiston
Commissioner, Precinct 2

By: 
Brent Deeds
Commissioner, Precinct 4

**EXHIBIT A
TAX ABATEMENT AGREEMENT**



**STATE OF TEXAS
COUNTY OF MCCULLOCH**

The above and foregoing is a true and correct copy as the
same appears on file and recorded in the appropriate
records of McCulloch County, Texas.
Thereby certify on 09-15-2015



**TINA A. SMITH, County Clerk
McCulloch County, Texas**

By [Signature] Deputy