

**ORDER APPROVING
TAX ABATEMENT AGREEMENT
BETWEEN HIDALGO COUNTY AND
SOUTH TEXAS ELECTRIC COOPERATIVE, INC.**

WHEREAS, the Commissioners Court of Hidalgo County, Texas, adopted Guidelines and Criteria for Granting Tax Abatements in Hidalgo County, Texas, effective December 22, 2014 (as amended on the date hereof, the “*Guidelines and Criteria*”), to allow Hidalgo County, on a case-by-case basis, to give consideration to providing tax abatement as a stimulation for economic development in Hidalgo County pursuant to Chapter 312 of the Texas Tax Code.

WHEREAS, Hidalgo Wind Farm LLC (the “*Company*”) has applied for tax abatement and the Commissioners Court of Hidalgo County finds that the project will qualify as an Extraordinary Impact Project (as defined in the Guidelines and Criteria) due to the Capital Cost; and

WHEREAS, the Commissioners Court of Hidalgo County finds that the proposed tax abatement meets the Guidelines and Criteria, and has determined to grant tax abatement on the terms and conditions set forth in the proposed *Tax Abatement between Hidalgo County, Texas and South Texas Electric Cooperative, Inc.* (the “*Tax Abatement Agreement*”), including without limitation that the economic life of the proposed facility exceeds the duration of the proposed tax abatement, and that the Tax Abatement Agreement will be effective December 22, 2015.

NOW THEREFORE:

BE IT ORDERED BY THE COMMISSIONERS COURT OF HIDALGO COUNTY, TEXAS:

SECTION 1. APPROVAL OF TAX ABATEMENT AGREEMENT. The Tax Abatement Agreement is hereby approved in substantially the form attached hereto as Exhibit “I”, with such changes thereto as are approved by the County Judge of the County, with advice of the County's attorneys, and the County Judge is authorized to execute on or after the effective date thereof, and the County Clerk is authorized to attest, the Tax Abatement Agreement on behalf of the County and deliver same, and when executed and delivered, the Tax Abatement Agreement shall become a valid and binding obligation of the County in accordance with its terms.

SECTION 2. EFFECTIVE DATE. This Order shall become effective immediately upon on the passage hereof.

PASSED, APPROVED, ADOPTED AND ORDERED this the 15th day of December, 2015, by the Commissioners Court of Hidalgo County, Texas.

SIGNED AND ENTERED ON THE ABOVE DATE BY THE FOLLOWING MEMBERS OF
THE HIDALGO COUNTY COMMISSIONERS COURT

RAMON GARCIA
County Judge

A.C. CUELLAR, JR.
County Commissioner, Pct. 1

EDUARDO "EDDIE" CANTU
County Commissioner, Pct. 2

JOE M. FLORES
County Commissioner, Pct.3

JOSEPH PALACIOS
County Commissioner, Pct. 4

Attested to:

APPROVED AS TO FORM:
ATLAS, HALL AND

RODRIGUEZ, LLP

By: _____
Stephen L. Crain

ARTURO GUAJARDO, JR.
County Clerk

EXHIBIT A

**TAX ABATEMENT AGREEMENT BETWEEN HIDALGO COUNTY, TEXAS
AND
SOUTH TEXAS ELECTRIC COOPERATIVE, INC.**