

**ORDER APPROVING
TAX ABATEMENT AGREEMENT
BETWEEN HIDALGO COUNTY AND
WEST WILLACY WINDPOWER LLC**

WHEREAS, the Commissioners Court of Hidalgo County, Texas, adopted Guidelines and Criteria for Granting Tax Abatements in Hidalgo County, Texas, effective December 18, 2018 (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, West Willacy Windpower LLC (the “*Company*”) has applied for tax abatement with respect to portion of a its Monte Alto Wind Farm Project that will be located in Hidalgo County, which qualifies as a Wind Farm Project (as defined in the Guidelines and Criteria);

WHEREAS, the Commissioners Court of Hidalgo County, Texas (the “*County*”) finds the proposed tax abatement agreement between the County and the Company (the “*Tax Abatement Agreement*”), including the tax abatement percentage chart attached to the thereto, meets the Guidelines and Criteria, and has determined to grant tax abatement on the terms and conditions set forth in the proposed 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 Company will not be required to provide tax certificates with respect to real property owned by other parties.

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 of the Tax Abatement Agreement, 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 18th day of December, 2018, 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

DAVID L. FUENTES.
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

ARTURO GUAJARDO, JR.
County Clerk

By: _____
Stephen L. Crain

EXHIBIT A

Draft of

TAX ABATEMENT AGREEMENT BETWEEN HIDALGO COUNTY, TEXAS

AND

WEST WILLACY WINDPOWER,LLC