Request for Transfer of Ownership Vansycle II Wind Project

Submitted to **Oregon Energy Facility Siting Council**

Submitted by Vansycle II Wind, LLC FPL Energy Stateline II, Inc.

November 28, 2022

I. INTRODUCTION

A. Background

Vansycle II Wind, LLC, an indirect, wholly owned subsidiary of NextEra Energy Resources, LLC (NEER), and the existing certificate holder, FPL Energy Stateline II, Inc. (Certificate Holder), an indirect, wholly owned subsidiary of NEER, are submitting this Request for Transfer of Site Certificate for the Vansycle Wind Project portion of the Stateline Wind Project. The Stateline Wind Project is an operating wind energy facility consisting of two geographic units – Stateline 1 & 2 and the Vansycle II Wind Project (formerly known as Stateline 3). Stateline 1 & 2 is composed of 186 wind turbines and has a peak generating capacity of up to 123 megawatts (MW). The Vansycle II Wind Project consists of up to 42 wind turbines with a peak generating capacity of 99 MW and is approved for up to 45 wind turbines with a peak generating capacity of up to 119 MW. The Energy Facility Siting Council (EFSC) executed the Seventh Amended Site Certificate for the Stateline Wind Project (Site Certificate) on July 29, 2022.

B. Transfer Request

Consistent with the Final Order on Request for Amendment 7 to the Stateline Wind Project Site Certificate, the Vansycle II Wind Project is currently being repowered. As part of the repower, the Vansycle II Wind Project assets will be assigned to a new project entity, Vansycle II Wind, LLC, which will require a change in the name of the Certificate Holder for the Vansycle II Wind Project from FPL Energy Stateline II, Inc. to Vansycle II Wind, LLC. Like FPL Energy Stateline II, Inc., Vansycle II Wind, LLC is an indirect, wholly owned subsidiary of NEER. Vansycle II Wind, LLC will have the same access to the resources and expertise of NEER as FPL Energy Stateline II, Inc., and will continue to rely upon the organizational expertise and experience of its parent company.

II. TRANSFER OF SITE CERTIFICATE

EFSC regulations require a site certificate holder to submit a request for amendment to transfer a site certificate for any transaction that "results in a change in the ownership, possession or control of the facility or the certificate holder." OAR 345-027-0400(1)(a). Although Oregon Department of Energy staff initially advised the Certificate Holder that the transfer from FPL Energy Stateline II, Inc. could be accomplished via an Amendment Determination Request (ADR), the Certificate Holder and Vansycle II Wind, LLC have opted to file this Request for Transfer in response to comments and requests for additional information from EFSC and Oregon Department of Energy (ODOE) staff during the ADR process.

Per OAR 345-027-0400(4), to request transfer of a site certificate:

[T]he new owner must submit a written request to the Department that includes the information described in OAR 345-021-0010(1)(a), (d), (f) and (m), a certification that the new owner agrees to abide by all terms and conditions of the site certificate currently in effect and, if known, the expected date of the transaction. If applicable, the new owner must include in the request the information described in OAR 345-021-0010(1)(y)(O)(iv).

Vansycle II Wind, LLC and the Certificate Holder address each of the OAR 345-021-0010(1) standards below.

- (1) For the purpose of this rule:
- (a) A request for amendment to a site certificate to transfer the site certificate is required for a transaction that results in a change in the ownership, possession or control of the facility or the certificate holder.

Response: Pursuant to OAR 345-027-0400(4), the Certificate Holder and Vansycle II Wind, LLC are submitting this request for the Council's approval of the transfer of ownership of the Vansycle II Wind Project from FPL Energy Stateline II, Inc. to Vansycle II Wind, LLC. As part of the repower, the Vansycle II Wind Project assets will be assigned to a new project entity, Vansycle II Wind, LLC, which will require a change in the name of the Certificate Holder for the Vansycle II Wind Project from FPL Energy Stateline II, Inc. to Vansycle II Wind, LLC. Like FPL Energy Stateline II, Inc., Vansycle II Wind, LLC is an indirect, wholly owned subsidiary of NEER.

(b) "New owner" means the person or entity that will gain ownership, possession or control of the facility or the certificate holder.

<u>Response</u>: Vansycle II Wind, LLC will, upon assignment of the Vansycle II Wind Project assets, have the legal right to possession and control of the Vansycle II Wind Project. Vansycle II Wind, LLC will therefore be the "new owner" within the meaning of OAR 345-027-0400(1)(b).

(2) When the certificate holder has knowledge that a transaction that requires a transfer of the site certificate as described in section (1)(a) of this rule is or may be pending, the certificate holder must notify the Department. In the notice, the certificate holder must include the name and contact information of the new owner, and the date of the transfer of ownership. If possible, the certificate holder must notify the Department at least 60 days before the date of the transfer of ownership.

<u>Response</u>: The Certificate Holder notified the Oregon Department of Energy of the pending assignment of the Vansycle II Project assets to Vansycle II Wind, LLC by letter dated November 22, 2022. A copy of the letter is provided as <u>Attachment 1</u> to this Request for Transfer.

(3) A transaction that would require a transfer of the site certificate as described in subsection (1)(a) of this rule does not terminate the transferor's duties and obligations under the site certificate until the Council approves a request for amendment to transfer the site certificate and issues an amended site certificate. The new owner may not construct or operate the facility until an amended site certificate as described in section (10) of this rule or a temporary amended site certificate as described in section (11) of this rule becomes effective.

<u>Response</u>: Vansycle II Wind, LLC and the Certificate Holder understand that a transaction that requires the transfer of a site certificate does not terminate the transferor's duties and obligations under the site certificate until EFSC approves a transfer request.

(4) To request an amendment to transfer the site certificate, the new owner must submit a written request to the Department that includes the information described in OAR 345-021-0010(1)(a), (d), (f) and (m), a certification that the new owner agrees to abide by all terms and conditions of the site certificate currently in effect and, if known, the expected date of the transaction. If applicable, the new owner must include in the request the information described in OAR 345-021-0010(1)(y)(0)(iv).

<u>Response</u>: Attachment 2 to this Request for Transfer includes Exhibits A, D, F, and M (consistent with the application requirements of OAR 345-021-0010). With this submittal and Attachment A-2 to Exhibit A, Vansycle II Wind, LLC certifies that it agrees to abide by all the terms and conditions of the Site Certificate currently in effect.

(5) The Department may require the new owner to submit a written statement from the current certificate holder, or a certified copy of an order or judgment of a court of competent jurisdiction, verifying the new owner's right, subject to the provisions of ORS Chapter 469 and the rules of this chapter, to possession or control of the site or the facility.

<u>Response</u>: <u>Attachment 1</u> to this Transfer Request provides the letter from the Certificate Holder regarding the assignment of the Vansycle II Wind Project assets to Vansycle II Wind, LLC.

Attachment 1

Letter from Certificate Holder, November 22, 2022

FPL Energy Stateline II, Inc. 700 Universe Blvd. Juno Beach, FL 33408

November 22, 2022

VIA EMAIL (sarah.esterson@energy.oregon.gov)

Ms. Sarah Esterson Senior Policy Advisor Oregon Department of Energy 550 Capital Street NE, First Floor Salem, OR 97301

RE: Vansycle II Wind Project – Notice of Project Ownership Transfer to Vansycle II Wind, LLC

Dear Ms. Esterson:

This letter is to confirm that, as part of the repower of the Vansycle II Wind Project, the Vansycle II Wind Project assets will be assigned to a new project entity, Vansycle II Wind, LLC. Consistent with OAR 345-027-0400(2), FPL Energy Stateline II, Inc., the current certificate holder, is providing notice of the pending transfer.

Transferee:

Vansycle II Wind, LLC 700 Universe Blvd. Juno Beach, FL 33408

Anticipated Transfer Date:

December 2022

The parties anticipate that the assignment of the Vansycle II Wind Project assets will occur in December 2022 and intend to submit a formal request for transfer by the end of November.

Sincerely,

—Docusigned by: David Lawlor

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FPL Energy Stateline II, Inc.

Attachment 2

Information Required by OAR 345-021-0010(1)(a), (d), (f), (m)

Exhibit A Applicant Information

Vansycle II Wind, LLC

November 2022

I.INTRODUCTION

As part of the repower of the Vansycle II Wind Project, the project assets will be assigned to Vansycle II Wind, LLC. Vansycle II Wind, LLC is a Delaware limited liability company. Like the current certificate holder, Vansycle II Wind, LLC is an indirect, wholly owned subsidiary of NextEra Energy Resources, LLC (NEER).

No site certificate transfer approval criteria directly relate to Exhibit A, but the Exhibit A submittal requirements are addressed below.

II. OAR 345-021-0021(A) SUBMITTAL REQUIREMENTS

A. Applicant Contact Information (OAR 345-021-0010(1)(a)(A)

Name and mailing address of Applicant

Anthony Pedroni Vice President, Vansycle II Wind, LLC 700 Universe Blvd Juno Beach, FL 33408 Anthony.Pedroni@nexteraenergy.com

Other Contact Persons

David Lawlor
Director of Development
NextEra Energy Resources, LLC
FEW/JB
700 Universe Blvd
Juno Beach, FL 33408
David.Lawlor@nexteraenergy.com
(403)689-6285

B. Parent Company Information

Vansycle II Wind, LLC is a wholly-owned indirect subsidiary of NEER. The Energy Facility Siting Council has previously found that the Vansycle II Wind Project certificate holders may rely upon the organizational expertise and experience of NEER. *See* Stateline Wind Project - Final Order on Request for Amendment 6 at 31.

C. Limited Liability Company Information (OAR 345-021-0010(I)(a)(H))

(i) The full name, official designation, mailing address, email address and telephone number of the officer responsible for submitting the application;

<u>Response</u>: The information for the officer responsible for submitting this application is provided in Section A.

(ii) The date and place of its formation;

Response: Vansycle II Wind, LLC was formed on April 28, 2022 in the State of Delaware.

(iii) A copy of its articles of organization and its authorization for submitting the application; and

<u>Response</u>: The Certificate of Formation for Vansycle II Wind, LLC is provided as <u>Attachment A-1</u>, and a letter signed by Vansycle II Wind, LLC is provided as <u>Attachment A-2</u>.

(iv) In the case of a limited liability company not registered in Oregon, the name and address of the resident attorney-in-fact in this state and proof of registration to do business in Oregon.

Response: Vansycle II Wind, LLC is registered to do business in Oregon. A copy of the Oregon registration is provided as <u>Attachment A-3</u>.

Attachment A-1

Certificate of Formation of Vansycle II Wind, LLC

Page 1

Delaware The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "VANSYCLE II WIND, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2022, AT 5:26 O'CLOCK P.M.



Authentication: 203307161

Date: 04-29-22

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:26 PM 04/28/2022
FILED 05:26 PM 04/28/2022
SR 20221686486 - File Number 6768588

STATE OF DELAWARE LIMITED LIABILITY COMPANY CERTIFICATE OF FORMATION OF

VANSYCLE II WIND, LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company under the provisions and subject to the requirements of the laws of the State of Delaware (including Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

<u>FIRST:</u> The name of the limited liability company (hereinafter called the "limited liability company") is **Vansycle II Wind, LLC.**

SECOND: The address of the registered office and the name and address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are:

NextEra Registered Agency, LLC 1100 N. Market Street, 4th Floor Wilmington, Delaware 19890

Executed this 28th day of April, 2022.

By:/ Jason B. Pear

An Authorized Person

Attachment A-2 Vansycle II Wind, LLC Letter

VANSYCLE II WIND, LLC 700 Universe Blvd. Juno Beach, FL 33408

November 22, 2022

Ms. Sarah Esterson, Senior Policy Advisor Oregon Department of Energy Energy Siting Division 550 Capital St. NE Salem, OR 97301

Dear Ms. Esterson,

As described in the Request for Transfer of the Stateline Wind Project Site Certificate (Request for Transfer) submitted by Vansycle II Wind, LLC and FPL Energy Stateline, Inc., the Vansycle II Wind Project assets will be assigned to Vansycle II Wind, LLC as part of the repowering of the Vansycle II Wind Project. Vansycle II Wind, LLC is an indirect, wholly owned subsidiary of NextEra Energy Resources, LLC.

With this submittal, Vansycle II Wind, LLC authorizes submittal of the Request for Transfer and confirms that it will abide by the applicable terms and conditions of the Seventh Amended Site Certificate for the Stateline Wind Project.

Thank you in advance for your consideration of this matter.

Very truly yours,

Anthony Pedroni Vice President

Vansycle II Wind, LLC

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Attachment A-3 Oregon Registration of Applicant

APPLICATION FOR AUTHORITY

E-FILED May 04, 2022

OREGON SECRETARY OF STATE

REGISTRY NUMBER

196529797

TYPE

FOREIGN LIMITED LIABILITY COMPANY

1. ENTITY NAME

VANSYCLE II WIND, LLC

2. MAILING ADDRESS

700 UNIVERSE BLVD JUNO BEACH FL 33408 USA

3. NAME & ADDRESS OF REGISTERED AGENT

15872088 - CORPORATION SERVICE COMPANY

1127 BROADWAY ST NE APT 310 SALEM OR 97301 USA

4. MANAGEMENT

This Limited Liability Company will be member-managed by one or more members

5. DATE OF ORGANIZATION

04-28-2022

6. DURATION

PERPETUAL

7. JURISDICTION

DE

8. PRIMARY PHYSICAL LOCATION

700 UNIVERSE BLVD JUNO BEACH FL 33408 USA



I declare, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter or otherwise misrepresent the identity of the person or any officers, managers, members or agents of the limited liability company on behalf of which the person signs. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

By typing my name in the electronic signature field, I am agreeing to conduct business electronically with the State of Oregon. I understand that transactions and/or signatures in records may not be denied legal effect solely because they are conducted, executed, or prepared in electronic form and that if a law requires a record or signature to be in writing, an electronic record or signature satisfies that requirement.

ELECTRONIC SIGNATURE

NAME

JASON B. PEAR

TITLE

ASSISTANT SECRETARY

DATE

05-03-2022

Exhibit D Applicant's Organizational Expertise

Vansycle II Wind, LLC

November 2022

I. OAR 345-027-0400(8)(A) APPROVAL STANDARDS

Per OAR OAR 345-027-0400(8)(a), the approval standards applicable to the Transfer request include OAR 345-022-0010 (Organizational Expertise):

(1) To issue a site certificate, the Council must find that the applicant has the organizational expertise to construct, operate and retire the proposed facility in compliance with Council standards and conditions of the site certificate. To conclude that the applicant has this expertise, the Council must find that the applicant has demonstrated the ability to design, construct and operate the proposed facility in compliance with site certificate conditions and in a manner that protects public health and safety and has demonstrated the ability to restore the site to a useful, non-hazardous condition. The Council may consider the applicant's experience, the applicant's access to technical expertise and the applicant's past performance in constructing, operating and retiring other facilities, including, but not limited to, the number and severity of regulatory citations issued to the applicant.

Response: Vansycle II Wind, LLC provides the information required pursuant to OAR 345-021-0010(1)(d) in Part II. As explained below, the Energy Facility Siting Council (EFSC) has previously found that the Vansycle II Wind Project certificate holders may rely upon the organizational expertise and experience of NextEra Energy Resources, LLC (NEER). *See* Stateline Wind Project - Final Order on Request for Amendment 6 at 31. EFSC may rely on its prior findings and conclusions to conclude that Vansycle II Wind, LLC, through its parent company, has the organizational expertise to construct, operate and retire the proposed facility in compliance with EFSC standards.

(2) The Council may base its findings under section (1) on a rebuttable presumption that an applicant has organizational, managerial and technical expertise, if the applicant has an ISO 9000 or ISO 14000 certified program and proposes to design, construct and operate the facility according to that program.

Response: The Applicant is not relying on an ISO 9000 or ISO 14000 certified program.

(3) If the applicant does not itself obtain a state or local government permit or approval for which the Council would ordinarily determine compliance but instead relies on a permit or approval issued to a third party, the Council, to issue a site certificate, must find that the third party has, or has a reasonable likelihood of obtaining, the necessary permit or approval, and that the applicant has, or has a reasonable likelihood of entering into, a contractual or other arrangement with the third party for access to the resource or service secured by that permit or approval.

<u>Response</u>: The Applicant is requesting EFSC approval of transfer of ownership. No third party permits or approvals are required in connection with this Request for Transfer.

(4) If the applicant relies on a permit or approval issued to a third party and the third party does not have the necessary permit or approval at the time the Council issues the site certificate, the Council may issue the site certificate subject to the condition that the certificate holder shall not commence construction or operation as appropriate until the third party has obtained the

necessary permit or approval and the applicant has a contract or other arrangement for access to the resource or service secured by that permit or approval.

Response: The Applicant is requesting EFSC approval of transfer of ownership. No third party permits or approvals are required in connection with this Request for Transfer.

II. OAR 345-021-0100(1)(D) SUBMITTAL REQUIREMENTS

- (d) Exhibit D. Information about the organizational expertise of the applicant to construct and operate the proposed facility, providing evidence to support a finding by the Council as required by OAR 345-022-0010, including:
- (A) The applicant's previous experience, if any, in constructing and operating similar facilities;

Response: Like the current certificate holder, Vansycle II Wind, LLC will rely on the organizational expertise and experience of its parent company, NEER. Within Oregon, NEER subsidiaries constructed, own and operate the Stateline 1 and 2 Wind Projects, the Vansycle Wind Project, the Wheatridge Renewable Energy Facility II, and the Wheatridge Renewable Energy Facility III. The combined Stateline/Vansycle Project has been operational since 2009. EFSC has previously found that the Vansycle II Wind Project certificate holders may rely upon the organizational expertise and experience of NEER. See Stateline Wind Project - Final Order on Request for Amendment 6 at 31. EFSC may rely on its prior findings and conclusions to conclude that Vansycle II Wind, LLC, through its parent company, has the organizational expertise to construct, operate and retire the proposed facility in compliance with EFSC standards.

(B) The qualifications of the applicant's personnel who will be responsible for constructing and operating the facility, to the extent that the identities of such personnel are known when the application is submitted;

Response: Like the current certificate holder, Vansycle II Wind, LLC will rely on the organizational expertise and experience of its parent company, NextEra Energy Resources, LLC (NEER). EFSC has previously found that the Vansycle II Wind Project certificate holders may rely upon the organizational expertise and experience of NEER. *See* Stateline Wind Project - Final Order on Request for Amendment 6 at 31. EFSC may rely on its prior findings and conclusions to conclude that Vansycle II Wind, LLC, through its parent company, has the organizational expertise to construct, operate and retire the proposed facility in compliance with EFSC standards.

(C) The qualifications of any architect, engineer, major component vendor, or prime contractor upon whom the applicant will rely in constructing and operating the facility, to the extent that the identities of such persons are known when the application is submitted;

Response: The Vansycle Wind Project is an operational wind energy facility. For construction related to project modifications, conditions of the site certificate ensure that construction contractors demonstrate a proven record of environmental stewardship and compliance.

(D) The past performance of the applicant, including but not limited to the number and severity of any regulatory citations in constructing or operating a facility, type of equipment, or process similar to the proposed facility;

Response: Like the current certificate holder, Vansycle II Wind, LLC will rely on the organizational expertise and experience of its parent company, NEER. EFSC has previously found that the Vansycle II Wind Project certificate holders may rely upon the organizational expertise and experience of NEER. *See* Stateline Wind Project - Final Order on Request for Amendment 6 at 31. During operation of the Vansycle Wind Project, the current certificate holder has not received any regulatory citations, and there have not been any changes in ownership or management at NEER that would change the EFSC's previous findings that the new certificate holder, through NEER, has the personnel, qualifications, and experience to construct, operate, and retire the project.

(E) If the applicant has no previous experience in constructing or operating similar facilities and has not identified a prime contractor for construction or operation of the proposed facility, other evidence that the applicant can successfully construct and operate the proposed facility. The applicant may include, as evidence, a warranty that it will, through contracts, secure the necessary expertise;

<u>Response</u>: Not applicable; the Applicant is relying on the organizational expertise and experience of its parent company, NEER.

(F) If the applicant has an ISO 9000 or ISO 14000 certified program and proposes to design, construct and operate the facility according to that program, a description of the program; and

Response: Not applicable; the Applicant is not relying on an ISO 9000 or ISO 14000 certified program.

(G) If the applicant relies on mitigation to demonstrate compliance with any standards of Division 22 or 24 of this chapter, evidence that the applicant can successfully complete such proposed mitigation, including past experience with other projects and the qualifications and experience of personnel upon whom the applicant will rely, to the extent that the identities of such persons are known at the date of submittal.

Response: This application is a Request for Transfer to authorize a change in ownership of the Vansycle II Wind Project. The Applicant is not relying on mitigation to demonstrate compliance with any standards of Division 22 or 24.

Exhibit F Property Owners

Vansycle II Wind, LLC

November 2022

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| 5N33000002300 | | | | RAYMOND & SON INC | | 46847 RAYMOND RD | нести | OR | 97835 |
| 5N33000004700 | | | | B & B RANCHES | | 79308 HELIX HIGHWAY | PENDLETON | OR | 97801 |
| 5N33000004800 | | | | RAYMOND & SON | | 46847 RAYMOND RD | нетіх | OR. | 97835 |
| 5N33000004900 | JAMES LEE | WILLIAMS | LESLEE SUSAN | | | 43229 HOLDMAN RD | HELIX | | 97835 |
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| 5N33000010200 | | | | J&P WHITNEY PROPERTIES LLC | | PO BOX 1614 | PENDLETON | | 97801 |
| 5N33000010300 | | | | RAYMOND & SON INC | | 46847 RAYMOND RD | HELIX | OR. | 97835- |
| 5N33000010400 | | | | RAYMOND & SON INC | | 46847 RAYMOND RD | HELIX | | 97835 |
| 5N33000010500 | | | | RAYMOND & SON INC | | 46847 RAYMOND RD | HELIX | OR. | 97835 |
| 5N33000010600 | | | | RAYMOND & SON INC | | 46847 RAYMOND RD | HELIX | | 97835 |
| 5N33000010700 | | | | PATER RANCH COMPANY LLC | | 10179 COOL WELL TERRACE | MECHANICSVILLE | VA | 23116 |
| 5N33000010800 | | | | SPRATLING LAND LLC | | 76725 HELIX HIGHWAY | PENDLETON | OR | 97801 |
| 5N33000010900 | | | | COOK STEVEN ET AL | | 32200 SW FRENCH PRAIRIE RD APT B304 | WILSONVILLE | OR | 97070 |
| 5N33000011000 | | | | SAND HOLLOW RANCH INC | | 62575 STARR LN | LA GRANDE | OR | 97850 |
| 5N33000011100 | TONY R | RAYMOND | | | | 46847 RAYMOND RD | HELIX | OR | 97835 |
| 5N33000011200 | | | | RAYMOND & SON INC | | 46847 RAYMOND RD | HELIX | 0R | 97835 |
| 5N33000011300 | | | | PATER RANCH COMPANY LLC | | 10179 COOL WELL TERRACE | MECHANICSVILLE | VA | 23116 |
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| 5N33000011600 | TONY R | RAYMOND | | | | 46847 RAYMOND RD | нетіх | OR | 97835 |
| 5N33000011700 | FRANK N | DUFF | NANCY REES | | | 82900 BUTLER GRADE RD | HELIX | OR | 97835 |
| 5N33000011700A1 | NANCY | DUFF | | | | 82900 BUTLER GRADE RD | HELIX | OR | 97835 |
| 5N33000011900 | NANCY | REES-DUFF | | | | 82900 BUTLER GRADE RD | HELIX | OR | 97835 |
| 5N33000012100 | KIRK | TERJESON | | | | 82526 VANCYCLE RD | HELIX | OR | 97835 |
| 5N33000013300 | | | | TERJESON KIRK TRS ET AL | | 209 NW 9TH ST | PENDLETON | 0R | 97801 |
| 5N33080000100U1 | | | | DUFF FRANK N & NANCY REES ETAL | | 82900 BUTLER GRADE RD | нетіх | 0R | 97835 |
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| 5N33090000300 | | | | PATER RANCH COMPANY LLC | | 10179 COOL WELL TERRACE | MECHANICSVILLE | VA | 23116 |
| 5N33160000100 | | | | RAYMOND & SON INC | | 46847 RAYMOND RD | HELIX | OR | 97835 |
| 5N33160000200 | | | | TERJESON PATRICIA G & KIRK (TRS) | | TS HT6 WN 605 | PENDLETON | OR | 97801 |
| 5N34000000200 | PATRICK | KELLY | | | | 56869 N FORK WALLA WALLA RIVER RD | MILTON FREEWATER | OR | 97862 |
| 5N34000000300U1 | | | | SCHUBERT CR (TRS) 1/2 ETAL1/2 | | 85149 TUM A LUM RD | MILTON FREEWATER | OR | 97862 |
| 5N34000000300U2 | | | | KESSLER RANDAL ETAL 1/2 ETAL 1/2 | | 49838 FRUITVALE RD | MILTON FREEWATER | OR | 97862 |
| 5N34000000400 | JAMES D | SCHUBERT | | | | 1020 MERCITA DR | WALLA WALLA | WA | 99362 |

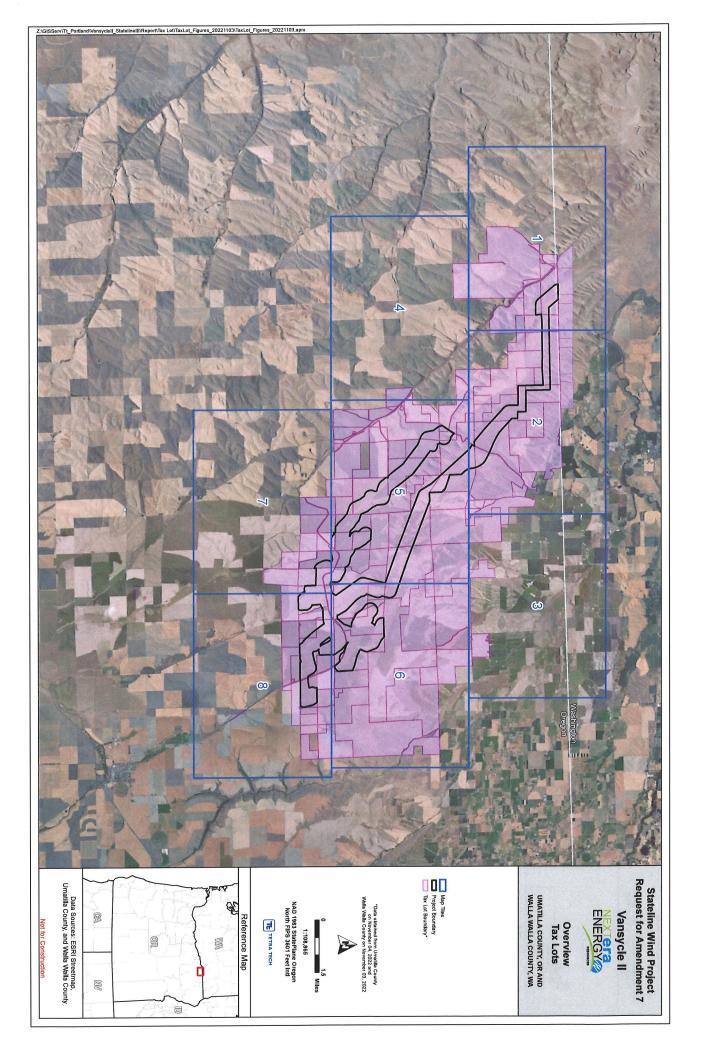
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| 5N34000000500U2 | | | | KESSLER RANDAL ETAL 1/2 ETAL 1/2 | 49838 FRU:TVALE RD | MILTON FREEWATER | OR | 97862 |
| 5N34000000600 | | | | SCHUBERT ROBERT D LE ETAL | 49726 TROYER RD | MILTON FREEWATER | OR | 97862 |
| 5N34000000700 | JAMES D | SCHUBERT | | | 1020 MERCITA DR | WALLA WALLA | WA | 99362 |
| 5N34000000790 | JAMES D | SCHUBERT | | | 1020 MERCITA DR | WALLA WALLA | WA | 99362 |
| 5N34000000800 | | | | J&P WHITNEY PROPERTIES LLC | PO BOX 1614 | PENDLETON | OR | 97801 |
| 5N34000001100 | | | | SPRATLING LAND LLC | 76725 HEL:X HIGHWAY | PENDLETON | OR | 97801 |
| 5N34000001200 | | | | SAND HOLLOW RANCH INC | 62575 STARR LN | LA GRANDE | OR | 97850 |
| 5N34000001300 | | | | J&P WHITNEY PROPERTIES LLC | P0 BOX 16:4 | PENDLETON | OR | 97801 |
| 5N34000001390 | | | | J&P WHITNEY PROPERTIES LLC | PO BOX 16:4 | PENDLETON | OR | 97801 |
| 5N34000001400 | | | | SUNNY COVE RANCHES INC | PO BOX 359 | ATHENA | OR | 97813 |
| 5N34000001500U1 | | | | MCCORMMACH MAUREEN 1/3 ETAL 2/3 | 23214 SANDRIDGE RD | OCEAN PARK | WA | 98640 |
| 5N34000001500U2 | | | | MCCORMMACH MARSHA JEAN (TRS) & ETAL 2/3 | 1982 E HOOKER RD | HERMISTON | OR | 97838 |
| 5N34000001500U3 | | | | PUGH TRUST ET AL | 75780 HELIX HIGHWAY | PENDLETON | OR | 97801 |
| 5N34000001600 | A BROOKS | LIEUALLAN | | · · · · · · · · · · · · · · · · · · · | PO BOX 426 | ATHENA | OR | 97813 |
| 5N34000001700 | | | | STRAUGHAN PATRICK C ETAL | 71655 SW/ VALLEY VIEW DR | PENDLETON | OR | 97801 |
| 5N34000001701 | JOHN R | STRAUGHAN | | | 71655 SW VALLEY VIEW DR | PENDLETON | OR | 97801 |
| 5N34000001800U1 | | | | GEISSEL SALLY 33.34% ETAL 66.66% | PO BOX 11 | ATHENA | OR | 97813 |
| 5N34000001800U2 | | | | WOODROOFE MICHAEL (TRS)2/3 ETAL 1/3 | 419 PEARL ST | YPSILANTI | ¥ | 48197 |
| 5N34000001900 | | | | SAND HOLLOW RANCH INC | 62575 STARR LM | LA GRANDE | OR | 97850 |
| 5N34000002000 | JAMES LEE | WILLIAMS | LESLEE SUSAN | | 43229 HOLDMAN RD | нетіх | OR | 97835 |
| SN34000002100 | | | | SPRATLING LAND LLC | 76725 HELIX HIGHWAY | PENDLETON | OR | 97801 |
| 5N34000002200 | | | | SAND HOLLOW RANCH INC | 62575 STARR LM | LA GRANDE | OR | 97850 |
| 5N34000002500 | | | | J&P WHITNEY PROPERTIES LLC | PO BOX 1614 | PENDLETON | OR | 97801 |
| 5N34000004601 | ALAN L | FROESE | | | 81310 GERKING FLAT RD | ATHENA | OR | 97813 |
| 5N34000004900 | ALAN L | FROESE | CHRIS | | 81310 GERKING FLAT RD | ATHENA | OR | 97813 |
| 5N34000005000 | | | | SAND HOLLOW RANCH INC | 62575 STARR LM | LA GRANDE | OR | 97850 |
| 5N34000005100 | | | | SPRATLING LAND LLC | 76725 HELIX HIGHWAY | PENDLETON | OR | 97801 |
| 5N34000006700 | | | | BURLINGTON NORTHERN R/R CO | PO BOX 961089 | FORT WORTH | TX | 76161 |
| 5N34000006701 | JAMES E | WILLIAMS | LESLEE S | | 43229 HOLDMAN RD | HELIX | OR | 97835 |
| 5N34000006702 | | | | SAND HOLLOW RANCH INC | 62575 STARR LN | LA GRANDE | OR | 97850 |
| 5N34000006800U1 | | | | WEIDERT TIMOTHY S ET AL | 4303 78TH AVE SW | VIdWATO | WA | 98512 |
| 5N34000006800U2 | | | | WEIDERT BETTY 12.5% ETAL 87.5% | 1000 S HWY 395 SUITE A #123 | HERMISTON | OR | 97838 |
| 5N34000006900U1 | | | | WEIDERT TIMOTHY S ET AL | 4303 78TH AVE SW | VIdMATO | WA | 98512 |
| 5N34000006900U2 | | | | WEIDERT BETTY 12.5% ETAL 87.5% | 1000 S HWY 395 SUITE A #123 | HERMISTON | OR | 97838 |
| 5N34000007000 | TIMOTHY S | WEIRDERT | | | 1030-A WW 12TH ST | PENDLETON | OR | 97801 |
| 5N34000007100U1 | | | | WEIDERT TIMOTHY S ET AL | 4303 781H AVE SW | VIdWATO | WA | 98512 |
| 5N34000007100U2 | | | | WEIDERT BETTY 12.5% ETAL 87.5% | 1000 S HWY 395 SUITE A #123 | HERMISTON | OR | 97838 |

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| Map Tax Lot | First Name | Last Name | Name 2 | Company/Organization | C/0-Attn. Address | Gly | State | Zip Code |
|-----------------|--------------|---|---|--|---------------------------|------------------|----------------|----------|
| 5N34000007200 | | | | GERALD LEE WEIDERT FAMILY TRUST | PO BOX 1796 | WALLA WALLA | WA | 99362 |
| 5N34000007400 | | | | WEIDERT TIMOTHYS ETAL | 1030 NW 12TH ST | PENDLETON | OR | 97801 |
| 5N34000007700 | | | | FDS FARMS LLC | 6200 W PARAPET CT | BOISE | ā | 83703 |
| 5N34000007700A1 | DARLA R | CLARK | | | PO BOX 388 | ATHENA | O _R | 97813 |
| 5N34000009000 | | *************************************** | | BURLINGTON NORTHERN R/R CO | PO BOX 961089 | FORT WORTH | | 76161 |
| 5N34200000100 | 1000000 | | | J&P WHITNEY PROPERTIES LLC | PO BOX 1614 | PENDLETON | | 97801 |
| 5N34200000200 | | | | NORTHSTAR FARMS INC | PO BOX 14 | ADAMS | OR. | 97810 |
| 5N34200000300 | JEREMY LEROY | RUSSELL | PEGGY MARIE | TERROR CONTRACTOR CONT | 81876 GERKING FLAT RD | ATHENA | | 97813 |
| 5N34200000400 | | | | J&P WHITNEY PROPERTIES LLC | PO BOX 1614 | PENDLETON | OR. | 97801 |
| 5N34200000500 | | | | J&P WHITNEY PROPERTIES LLC | PO BOX 1614 | PENDLETON | OR | 97801 |
| 5N3421C000100 | | | | J&P WHITNEY PROPERTIES LLC | PO BOX 1614 | PENDLETON | | 97801 |
| 5N3421C000101 | | | 000000000000000000000000000000000000000 | J&P WHITNEY PROPERTIES LLC | PO BOX 1614 | PENDLETON | | 97801 |
| 5N34270000200 | | | | FDS FARMS LLC | 6200 W PARAPET CT | BOISE | ₽ | 83703 |
| 6N32000000100U1 | | | | BOAZ DONNA 25% ET AL 75% | 205 WALLULA AVE | WALLA WALLA | | 99362 |
| 6N32000000100U2 | | | | DEMARIS DAVE 75% ETAL 25% | PO BOX 713 | MILTON FREEWATER | _ | 97862 |
| 6N32000000200U1 | | | | BOAZ DONNA 25% ET AL 75% | 205 WALLULA AVE | WALLA WALLA | WA | 99362 |
| 6N32000000200U2 | | | | DEMARIS DAVE 75% ETAL 25% | PO BOX 713 | MILTON FREEWATER | OR. | 97862 |
| 6N32000000201U1 | - | | | BOAZ DONNA 25% ET AL 75% | 205 WALLULA AVE | WALLA WALLA | WA | 99362 |
| 6N32000000201U2 | | | | DEMARIS DAVE 75% ETAL 25% | PO BOX 713 | MILTON FREEWATER | OR | 97862 |
| 6N32000000800 | | | | BARNETT-RUGG INC | PO BOX 617 | ATHENA | OR | 97813 |
| 6N32000000900 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | неліх | OR | 97835 |
| 6N32000001000U1 | | | | BOAZ DONNA 25% ET AL 75% | 205 WALLULA AVE | WALLA WALLA | WA | 99362 |
| 6N32000001000U2 | | | | DEMARIS DAVE 75% ETAL 25% | PO BOX 713 | MILTON FREEWATER | OR | 97862 |
| 6N32000001100 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | HELIX | OR | 97835 |
| 6N32000001200 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | HELIX | OR | 97835 |
| 6N32000001300 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | HELIX | OR | 97835 |
| 6N33000001400 | | | | KREGGER FARMING ENTERPRISES LLC | 17232 STATELINE RD | TOUCHET | WA | 99360 |
| 6N33000001500 | | | | WEAVER RESOURCES LLC | 1609 BARNEY RD | ТОИСНЕТ | WA | 99360 |
| 6N33000001600L1 | | | | DEMARIS DAVE & BOAZ DONNA1/2 ETAL 1/2 | 697 UNIVERSE BLVD #PSX/JB | JUNO BEACH | T.F. | 33408 |
| 6N33000001600L2 | | | | DEMARIS DAVE 1/2 ETAL 1/2 | 700 UNIVERSE BLVD #PSX/JB | JUNO BEACH | FL | 33408 |
| 6N33000001600U1 | | | | BOAZ DONNA 25% ET AL 75% | 205 WALLULA AVE | WALLA WALLA | WA | 99362 |
| 6N33000001600U2 | | | | DEMARIS DAVE 75% ETAL 25% | PO BOX 713 | MILTON FREEWATER | OR | 97862 |
| 6N33000001700 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | нетіх | OR | 97835 |
| 6N33000001800 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | HELIX | OR | 97835 |
| 6N33000002000 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | HETIX | OR | 97835 |
| 6N33000002100 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | HELIX | OR | 97835 |
| 6N33000002200 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | HELIX | OR | 97835 |
| 6N33000002300 | | | _ | CAMPBELL T, J & D 25% KONTOS B 25% | 336 MCCORKLE I.N | WALLA WALLA | WA | 99362 |

| Map Tax Lot | First Name | Last Name | Name 2 | Company/Organization | C/0-Attn. | Address | CITY | State | Zip Code |
|--------------------------------------|------------------------|---|-------------------------|------------------------------------|-------------------|-----------------------|------------------|-------|----------|
| 6N33000002400 | | | | WEAVER RESOURCES LLC | 1609 BARNEY | Y RD | TOUCHET | WA | 99360 |
| 6N33000002500 | | | | WEAVER RESOURCES LLC | 1609 BARNEY | Y RD | TOUCHET | WA | 99360 |
| 6N33000002800 | ERIC JT | HARLOW | KATIE A | | 85080 BUTL | 85060 BUTLER GRADE RD | MILTON FREEWATER | OR | 97862 |
| 6N33000002802 | JAMES D | SCHUBERT | | | 1020 MEECITA CR | TACR | WALLA WALLA | WA | 99362 |
| 6N33000002805 | JAMES D | SCHUBERT | | | 1020 MEECITA CR | TACR | WALLA WALLA | WA | 99362 |
| 6N33000002806 | g Wif | SCHUBERT | GAYL | | 1020 MERCITA CR | TACR | WALLA WALLA | WA | 99362 |
| 6N33000002811 | | | | CAMPBELL T. J & D 25% KONTOS B 25% | 336 MCCORKI | KLE LN | WALLA WALLA | WA | 99362 |
| 6N33000002812 | | | | CAMPBELL T, J & D 25% KONTOS B 25% | 336 MCCORKI | KLE LN | WALLA WALLA | WA | 99362 |
| 6N33000003000 | JAMES D | SCHUBERT | | | 1020 MERCITA CR | TACR | WALLA WALLA | WA | 99362 |
| 6N33000003100 | JAMES D | SCHUBERT | | | 1020 MEECITA CR | TACR | WALLA WALLA | WA | 99362 |
| 6N33000003300 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | YCL3 RD | HELIX | OR | 97835 |
| 6N33000003390 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | YCLE RD | HELIX | OR | 97835 |
| 6N33000003500 | R TONY | RAYMOND | *** | | 468¢7 RAYMOND RD | 40ND RD | непх | OR | 97835 |
| 6N33000003501 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | YCL RD | HELIX | OR | 97835 |
| 6N33000004000 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | YCL3 RD | HELIX | OR | 97835 |
| 6N33000004100 | KIRK | TERJESON | GUNDER | | 82526 VANCYCLE RD | YCLE RD | нелих | OR | 97835 |
| 6N33000004200 | R TONY | RAYMOND | | | 468¢7 RAYMOND RD | 10ND RD | HELIX | OR | 97835 |
| 6N33000004200A1 | | | | INGSTAD RADIO WASHINGTON | 430¢ W 24TH | H AVE #STE 200 | KENNEWICK | WA | 99338 |
| 6N33000004300 | R TONY | RAYMOND | | | 46847 RAYMOND RD | MOND RD | HELIX | OR | 97835 |
| 6N33000004400 | | | | J&P WHITNEY PROPERTIES LLC | PO BOX 1514 | 4 | PENDLETON | OR | 97801 |
| 6N34000003400 | JAMES D | SCHUBERT | | | 1020 MERCITA ER | TAER | WALLA WALLA | WA | 99362 |
| 6N34000003800 | JAMES D | SCHUBERT | | | 1020 MERCITA ER | TAER | WALLA WALLA | WA | 99362 |
| 6N34000004200 | | | | SCHUBERT ROBERT D LE ETAL | 49726 TROYER F.D | 'ER F.D | MILTON FREEWATER | OR | 97862 |
| 320613000001 | | | | DYKES HOLDINGS LLC | 125 T BAR T RD | 'RD | WALLA WALLA | WA | 99362 |
| 320614110001 | | | | DYKES HOLDINGS LLC | 125 T BAR T RD | 'RD | WALLA WALLA | AW | 99362 |
| 320614210002 | DONNA | BOAZ | | | 205 WALLULA AVE | LA A7E | WALLA WALLA | WA | 99362 |
| 320615000001 | DONNA | BOAZ | | | 205 WALLULA A'/E | LA A'/E | WALLA WALLA | WA | 99362 |
| 320615110002 | | | | BNSF RAILWAY COMPANY | PO BOX 951089 | 089 | FORT WORTH | X | 76161 |
| 330617110002 | | | | WEAVER RESOURCES LLC | 1609 BARNEY RD | EY RD | TOUCHET | WA | 99360 |
| 330617220001 | DONNA | BOAZ | | | 205 WALLULA A'/E | LA A'/E | WALLA WALLA | WA | 99362 |
| 330618110002 | DONNA | BOAZ | | | 205 WALLULA A'JE | LA A'/E | WALLA WALLA | WA | 99362 |
| 330618220001 | | | | DYKES HOLDINGS LLC | 125 T BAR T RD | 'RD | WALLA WALLA | WA | 99362 |
| Data obtained fr | n Umatilla County on t | Data obtained from Umatilla County on November 4, 2022, and Walla Walla County on November 3, 2022. | Walla Walla County on I | November 3, 2022. | | i | | - | |











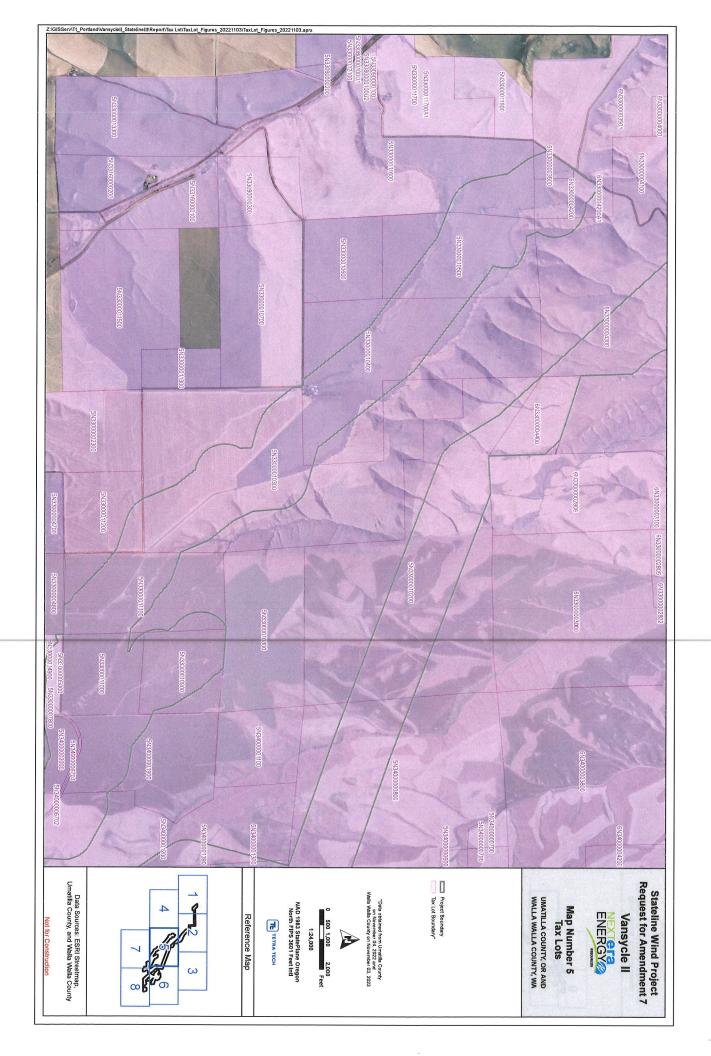








Exhibit M Applicant's Financial Capability

Vansycle II Wind, LLC

November 2022

I. OAR 345-027-0400(8)(A) APPROVAL STANDARDS

Per OAR 345-027-0400(8)(a), the Council approval standards applicable to the Transfer request include OAR 345-022-0010 (Retirement and Financial Assurance):

To issue a site certificate, the Council must find that: (1) The site, taking into account mitigation, can be restored adequately to a useful, non-hazardous condition following permanent cessation of construction or operation of the facility.

Response: This application is a Request to Transfer the Vansycle II Wind Project to a new project entity, Vansycle II Wind, LLC. Like the current certificate holder, Vansycle II Wind, LLC is an indirect, wholly owned subsidiary of NextEra Energy Resources, LLC (NEER). Vansycle II Wind, LLC will rely upon the organizational expertise and experience of its parent company, NEER. This Request for Transfer does not propose any alteration in the construction, operation or retirement of the Vansycle II Wind Project. Therefore, this Request for Transfer does not alter the Council's prior findings that this standard can be met.

(2) The applicant has a reasonable likelihood of obtaining a bond or letter of credit in a form and amount satisfactory to the Council to restore the site to a useful, non-hazardous condition.

<u>Response</u>: The Vansycle II Wind Project is an operating wind energy facility and there is a performance bond in place that meets the prior conditions imposed by EFSC.

II. OAR 345-021-0100(1)(M) SUBMITTAL REQUIREMENTS

(m) Exhibit M. Information about the applicant's financial capability, providing evidence to support a finding by the Council as required by OAR 345-022-0050(2). Nothing in this subsection requires the disclosure of information or records protected from public disclosure by any provision of state or federal law. The applicant must include: (A) An opinion or opinions from legal counsel stating that, to counsel's best knowledge, the applicant has the legal authority to construct and operate the facility without violating its bond indenture provisions, articles of incorporation, common stock covenants, or similar agreements;

Response: An opinion of legal counsel, Squire Patton Boggs is provided as <u>Attachment M-1</u>.

(B) The type and amount of the applicant's proposed bond or letter of credit to meet the requirements of OAR 345-022-0050; and

Response: The Vansycle II Wind Project is an operating wind energy facility and there is a performance bond in place that meets the prior conditions imposed by EFSC.

(C) Evidence that the applicant has a reasonable likelihood of obtaining the proposed bond or letter of credit in the amount proposed in paragraph (B), before beginning construction of the facility.

Response: The Vansycle II Wind Project is an operating wind energy facility and there is a performance bond in place that meets the prior conditions imposed by EFSC.

Attachment M-1 Legal Opinion



Squire Patton Boggs (US) LLP 200 South Biscayne Boulevard, Suite 3400 Miami, Florida 33131

O +1 305 577 7000 F +1 305 577 7001 Squirepattonboggs.com

November 14, 2022

Ms. Sarah Esterson, Siting Analyst Oregon Department of Energy 500 Capitol Street NE, 1st Floor Salem, OR 97301

Re: Vansycle II Wind, LLC

Dear Ms. Esterson:

This firm has acted as special counsel to Vansycle II Wind, LLC, a Delaware limited liability company (the "Certificate Holder") in connection with the Site Certification for the Vansycle II Wind Project and the Certificate Holder's development, construction, operation and retirement of the wind farm located in Umatilla County, Oregon (the "Vansycle II Project").

For purposes of the opinions expressed in this letter, we have examined a certified copy of the Certificate of Formation of Vansycle II Wind, LLC, filed with the State of Delaware Secretary of State, Division of Corporations on April 28, 2022 (the "COF"), and a copy of the Limited Liability Company Agreement of Wheatridge East Wind, LLC, dated as of June 15, 2022 and made effective as of April 28, 2022, executed by ESI Energy, LLC, as Sole Member (the "LLC Agreement", and together with the COF, the "Documents"), each as certified pursuant a Secretary's Certificate of the Certificate Holder (the "Secretary's Certificate").

We have reviewed only the Documents (and the Secretary's Certificate) and have made no other investigation or inquiry. Without limiting the generality of the foregoing, we have not examined or reviewed any document or instrument (other than the Documents and the Secretary's Certificate), including, without limitation, any document or instrument referred to in the Documents. We have also relied, without additional investigation, upon the facts and representations set forth in the Documents (and the Secretary's Certificate).

In our examination of the Documents and in rendering the following opinion, in addition to the assumptions contained elsewhere in this letter, we have, with your consent, assumed without investigation (and we express no opinion regarding the following):

46 Offices in 21 Countries

Squire Patton Boggs (US) LLP is part of the international legal practice Squire Patton Boggs, which operates worldwide through a number of separate legal entities.

Ms. Sarah Esterson November 14, 2022 Page 2

- (a) that the Documents are valid and binding obligations of each party thereto, enforceable against such party in accordance with its respective terms; and
- (b) that the provisions of the LLC Agreement relating to the powers of, and authorization and execution of documents and agreements by the Certificate Holder would be enforced under Delaware law as written.

Based solely upon our examination and consideration of the Documents, and in reliance thereon, and in reliance upon the factual statements and representations contained in the Documents, and our consideration of such matters of law as we have considered necessary or appropriate for the expression of the opinion contained herein, and subject to the exceptions, limitations, qualifications and assumptions expressed herein, we are of the opinion that, subject to the Certificate Holder's meeting all of the requirements of any applicable federal, state and local laws (including all rules and regulations promulgated thereunder), the Certificate Holder has the limited liability company power and authority to construct and operate the Vansycle II Project without violating the Documents.

The opinion expressed herein is based solely on the Limited Liability Company Act of the State of Delaware.

Please do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,

Squie Pattin Boggs (US) LLP SQUIRE PATTON BOGGS (US) LLP

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