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State of Nebraska Gage County ss. Entered
Numerical Index and filed for record the
22 day of Apr, 2016
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INSTRUMENT NO. **2016-01301**



Register of Deeds

Pages 7 By PJ
Recording Fees \$46.00
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After Recording Return To:
Volkswind USA Inc.
205 SE Spokane Street, Suite 300
Portland, OR 97202
(503) 236 4900

AMENDMENT TO MEMORANDUM OF WIND ENERGY GROUND LEASE AGREEMENT

This Amendment to Memorandum of Wind Energy Ground Lease Agreement (this "Amendment to Memorandum") is made and entered into on this 29th day of January, 2016 (the "Effective Date"), by and among EDWARD E. BALDERSON, Trustee of the Edward E. Balderson Trust under agreement dated February 18, 2015 (collectively "Landowner"), and VOLKSWIND NEBRASKA LAND HOLDINGS LLC, a Nebraska limited liability company ("Lessee"), whose address is 205 SE Spokane Street, Suite 300, Portland, Oregon 97202. Each of Landowner and Lessee is sometimes referred to as a "Party" and collectively as the "Parties."

WHEREAS:

A. On November 20, 2013, Landowner's predecessor in interest and Lessee entered into that certain Wind Energy Ground Lease Agreement (the "Agreement"), a Memorandum of which (the "Original Memorandum") was recorded January 14, 2014 as Instrument No. 2014 - 0130 in the office of the Gage County, Nebraska Register of Deeds, which Agreement concerned the real estate legally described in Exhibit "A" attached hereto (the "Original Property").

B. On January 29th, 2016, the Parties entered into that certain First Amendment to Wind Energy Lease Ground Lease Agreement (the "Amendment"), whereby the Agreement was amended to include all of the real estate consisting of 72.84 acres, as to Parcel 1; 80 acres, as to Parcel 2; 80 acres, as to Parcel 3; 68.98 acres, as to Parcel 4; 80 acres, as to Parcel 5; 77 acres as to Parcel 6; 78 acres as to Parcel 7; and 4 acres as to Parcel 8, legally described on Exhibit "B" attached hereto (the "Property").

C. The Landowner and Lessee enter into this Amendment to Memorandum in order to amend the Original Memorandum so that third parties have notice of the Amendment.

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NOW THEREFORE, in consideration of the payments and the covenants provided in the Agreement to be paid and performed by the Parties, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Property. From and after the Effective Date, the Property subject to the Agreement shall be deemed to include all of the real estate legally described in Exhibit "B" attached hereto and incorporated by reference herein.

2. Interpretation. This Amendment to Memorandum is not intended and may not be construed to modify or alter in any way the terms and conditions of the Agreement, as amended by the Amendment. In the event of a conflict or inconsistency between the provisions of this Memorandum and the terms and conditions of the Agreement, as amended, the Agreement, as amended, shall control.

3. Binding Effect. All provisions contained in this Amendment to Memorandum shall be binding upon, inure to the benefit of, and be enforceable by, Landowner and Lessee and their respective successors and assigns.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have executed this Amendment to Memorandum as of the date first written above.

LANDOWNER:

LESSEE:

Edward E. Balderson

EDWARD E. BALDERSON, Trustee of the Edward E. Balderson Trust under agreement dated February 18, 2015

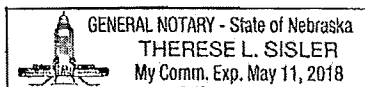
VOLKSWIND NEBRASKA LAND HOLDINGS LLC, a Nebraska limited liability company

By: Volkswind USA Inc., a Delaware corporation, Managing Member

By: Jeffrey Wagner
Jeffrey Wagner, President

STATE OF NEBRASKA)
) ss.
COUNTY OF Gage)

The foregoing instrument was acknowledged before me on this 29th day of January, 2016 by EDWARD E. BALDERSON, Trustee of the Edward E. Balderson Trust under agreement dated February 18, 2015, on behalf of the trust.



Therese L. Sisler
NOTARY PUBLIC

STATE OF OREGON, MULTNOMAH COUNTY, ss.

2016 This instrument was acknowledged before me on this 15th day of April, 2015, by Jeffrey Wagner, as the President of Volkswind USA Inc., a Delaware corporation, as the Managing Member of Volkswind Nebraska Land Holdings LLC, a Nebraska limited liability company, and was signed on behalf of said company by authority of its managers and Jeffrey Wagner acknowledged the execution of this instrument to be the voluntary act and deed of the company by it voluntarily executed.

Mark Meyer Jr
NOTARY PUBLIC



INSTRUMENT NO. 2016-01301

EXHIBIT "A"

Legal Description of Original Property

PARCEL 1:

The North Half of the Northwest Quarter of Section 10, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

EXCEPT A tract of land located in the Northwest Quarter of said Section 10, described as follows:

Commencing at Northwest corner of said Northwest Quarter, thence North 89 degrees 36 minutes 43 seconds East (assumed bearing) on the North Line of said Northwest Quarter, a distance of 278.00 feet to the point of beginning; Thence continuing North 89 degrees 36 minutes 43 seconds East on said North line, a distance of 399.00 feet; Thence South 02 degrees 20 minutes 31 seconds West, a distance of 468.51 feet; Thence South 89 degrees 36 minutes 43 seconds West parallel with the North line of said Northwest Quarter, a distance of 372.00 feet; Thence North 00 degrees 57 minutes 41 seconds West, a distance of 468.00 feet to the point of beginning.

AND EXCEPT A tract of land located in the Northwest Quarter of said Section 10, described as follows:

Beginning at the Northwest corner of said Northwest Quarter; Thence North 89 degrees 36 minutes 43 seconds East (assumed bearing) on the North line of said Northwest Quarter, a distance of 278.00 feet; Thence South 00 degrees 57 minutes 41 seconds East, a distance of 468.00 feet; Thence South 89 degrees 36 minutes 43 seconds West, parallel with the North line of said Northwest Quarter, a distance of 284.00 feet to the West line of said Northwest Quarter; Thence North 00 degrees 13 minutes 37 seconds West on said West line, a distance of 467.98 feet to the point of beginning.

PARCEL 2:

The South Half of the Northwest Quarter of Section 10, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

PARCEL 3:

The West Half of the Southwest Quarter of Section 2, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

PARCEL 4:

The South Half of the Southeast Quarter of Section 4, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

EXCEPT a tract more particularly described as:

Commencing at the Southeast Comer of the Southeast Quarter of said Section 4; Thence North 800 feet; Thence West 600 feet; Thence South 800 feet to the South line of said Section 4; Thence East 600 feet to the point of beginning.

PARCEL 5:

The North Half of the Northwest Quarter of Section 9, Township 6 North, Range 6 East of the ~~6th~~ ^{6th} Principal Meridian, Gage County, Nebraska.

EXHIBIT "B"

Legal Description of Property

PARCEL 1:

The North Half of the Northwest Quarter of Section 10, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

EXCEPT A tract of land located in the Northwest Quarter of said Section 10, described as follows:

Commencing at Northwest corner of said Northwest Quarter, thence North 89 degrees 36 minutes 43 seconds East (assumed bearing) on the North Line of said Northwest Quarter, a distance of 278.00 feet to the point of beginning; Thence continuing North 89 degrees 36 minutes 43 seconds East on said North line, a distance of 399.00 feet; Thence South 02 degrees 20 minutes 31 seconds West, a distance of 468.51 feet; Thence South 89 degrees 36 minutes 43 seconds West parallel with the North line of said Northwest Quarter, a distance of 372.00 feet; Thence North 00 degrees 57 minutes 41 seconds West, a distance of 468.00 feet to the point of beginning.

AND EXCEPT A tract of land located in the Northwest Quarter of said Section 10, described as follows:

Beginning at the Northwest corner of said Northwest Quarter; Thence North 89 degrees 36 minutes 43 seconds East (assumed bearing) on the North line of said Northwest Quarter, a distance of 278.00 feet; Thence South 00 degrees 57 minutes 41 seconds East, a distance of 468.00 feet; Thence South 89 degrees 36 minutes 43 seconds West, parallel with the North line of said Northwest Quarter, a distance of 284.00 feet to the West line of said Northwest Quarter; Thence North 00 degrees 13 minutes 37 seconds West on said West line, a distance of 467.98 feet to the point of beginning.

PARCEL 2:

The South Half of the Northwest Quarter of Section 10, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

PARCEL 3:

The West Half of the Southwest Quarter of Section 2, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

PARCEL 4:

The South Half of the Southeast Quarter of Section 4, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

EXCEPT a tract more particularly described as:

Commencing at the Southeast Comer of the Southeast Quarter of said Section 4; Thence North 800 feet; Thence West 600 feet; Thence South 800 feet to the South line of said Section 4; Thence East 600 feet to the point of beginning.

PARCEL 5:

The North Half of the Northwest Quarter of Section 9, Township 6 North, Range 6 East of the ~~6th~~^{6th} Principal Meridian, Gage County, Nebraska.

PARCEL 6:

The South Half of the ~~Southwest~~^{Southwest} Quarter of Section 22, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska; EXCEPT those portions conveyed to the State of Nebraska more particularly described in Deed Book 190, Page 489; Deed Book 208, Page 604; and Deed Book 236, Page 593 of the Gage County Register of Deeds Office, Nebraska.

PARCEL 7:

The West Half of the Northwest Quarter of Section 18, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska.

PARCEL 8:

A tract of land located in the Northwest Quarter of Section 27, Township 6 North, Range 6 East of the 6th Principal Meridian, Gage County, Nebraska, described as follows:

Referring to the Northwest Corner of said Quarter Section;
Thence Easterly a distance of 1,159.36 feet along the North line of said Quarter Section to the point of beginning; Thence Easterly deflecting 000 degrees, 00 minutes, 00 seconds, a distance of 1,029.53 feet along said line; Thence Westerly deflecting 160 degrees, 24 minutes, 10 seconds Right, a distance of 354.67 feet; Thence Southwesterly deflecting 009 degrees, 09 minutes, 32 seconds Left, a distance of 480.51 feet; Thence Northwesterly deflecting 080 degrees, 41 minutes, 39 seconds Right, a distance of 444.69 feet to the point of beginning.