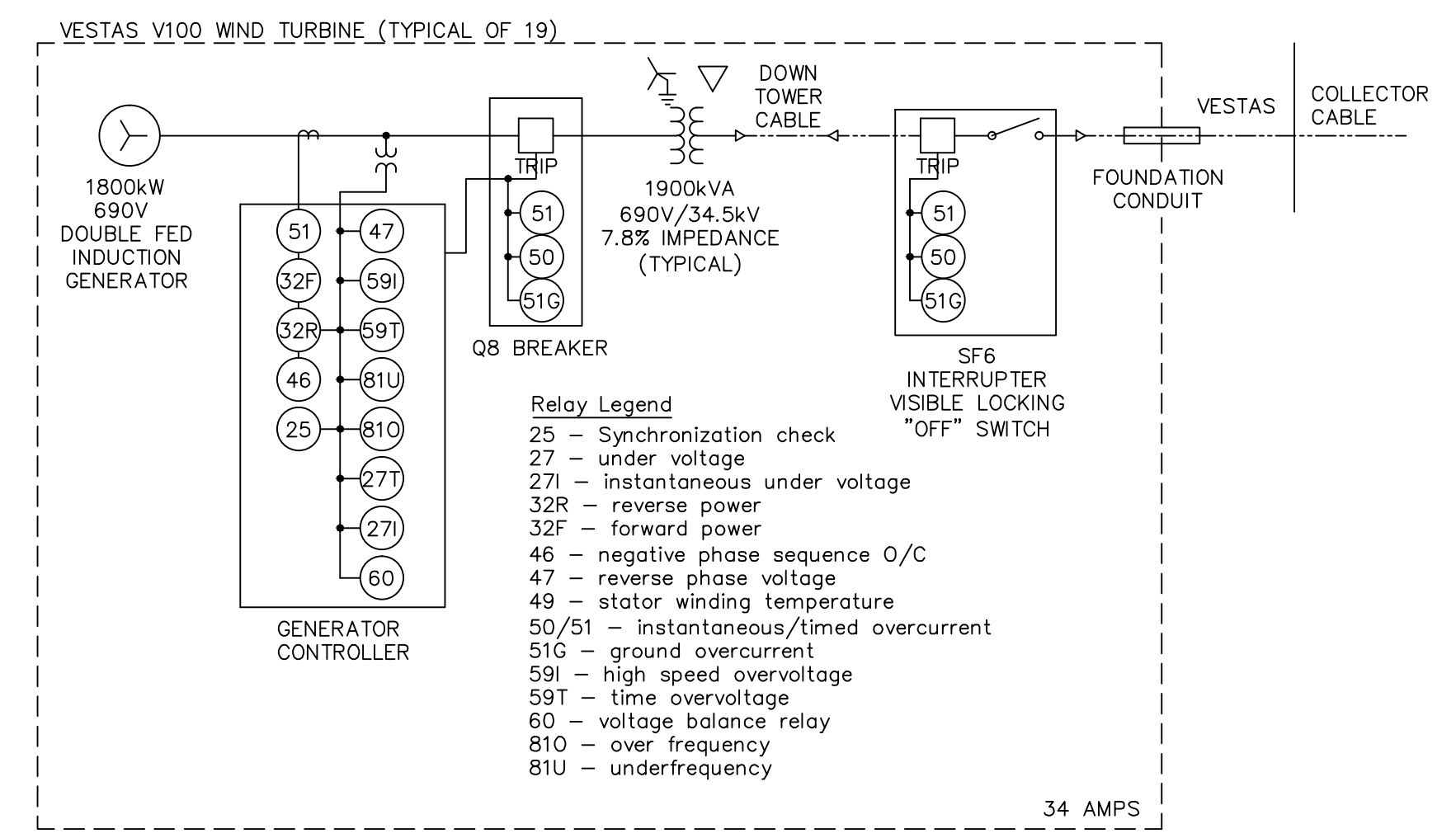
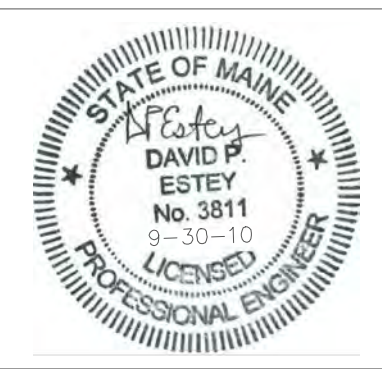


CABLE ID	CABLE DESCRIPTION	Z1 IMPEDANCE	Z0 IMPEDANCE	CAPACITANCE	Xc IMPEDANCE
C1	35KV 1/0 AWG AL WITH 3/8 NEUTRAL CONCENTRIC SHIELD	0.2190+j0.0970 OHM/1000'	0.7340+j0.034 OHM/1000'	31.2 pf/ft	85.1 MOHM-FT
C2	35KV 4/0 AWG AL WITH 3/8 NEUTRAL CONCENTRIC SHIELD	0.1190+j0.0850 OHM/1000'	0.3960+j0.0270 OHM/1000'	38.6 pf/ft	68.8 MOHM-FT
C3	35KV 500 KCMIL AL WITH 3/8 NEUTRAL CONCENTRIC SHIELD	0.0640+j0.0700 OHM/1000'	0.1710+j0.0240 OHM/1000'	50.2 pf/ft	52.9 MOHM-FT
C4	35KV 750 KCMIL AL WITH 3/8 NEUTRAL CONCENTRIC SHIELD	0.0550+j0.0580 OHM/1000'	0.1160+j0.0210 OHM/1000'	57.7 pf/ft	46 MOHM-FT
C5	35KV 1000 KCMIL AL WITH 3/8 NEUTRAL CONCENTRIC SHIELD	0.0460+j0.0520 OHM/1000'	0.0880+j0.0210 OHM/1000'	64.2 pf/ft	41.3 MOHM-FT
C6	35KV OVERHEAD 477 KCMIL ACSR	0.2306+j0.6396 OHM/MILE	0.4927+j1.6623 OHM/MILE	N/A	N/A
C7	35KV OVERHEAD 636 KCMIL ACSR	0.1734+j0.6221 OHM/MILE	0.3885+j1.6209 OHM/MILE	N/A	N/A

NOTE: ALL ABOVE VALUES ARE ON A PER PHASE BASIS.



**PRELIMINARY**

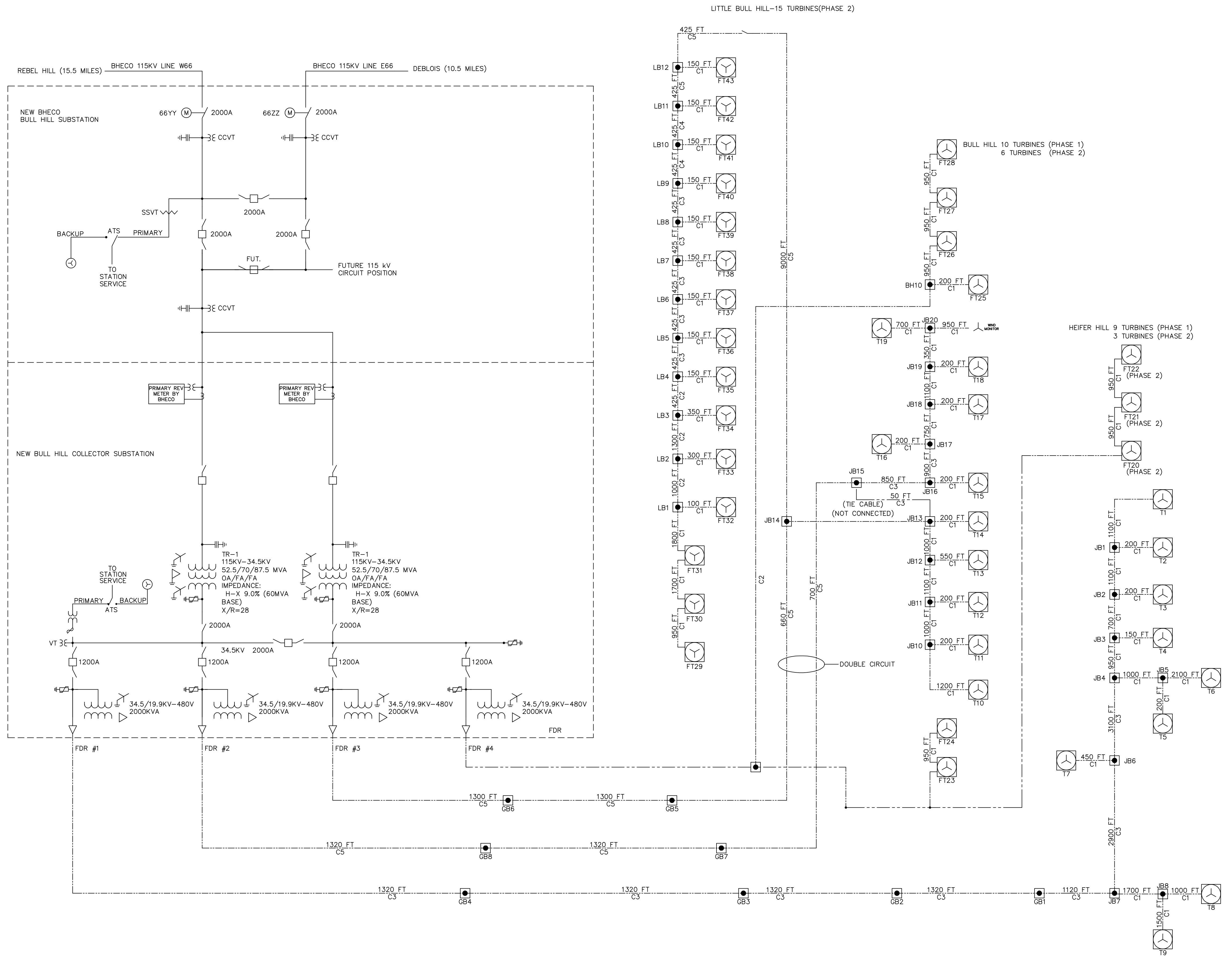


NO.	REVISION/ISSUE	DATE
B	TURBINE REALIGNMENT	10/8/10
A	PRELIMINARY DESIGN	9/30/10



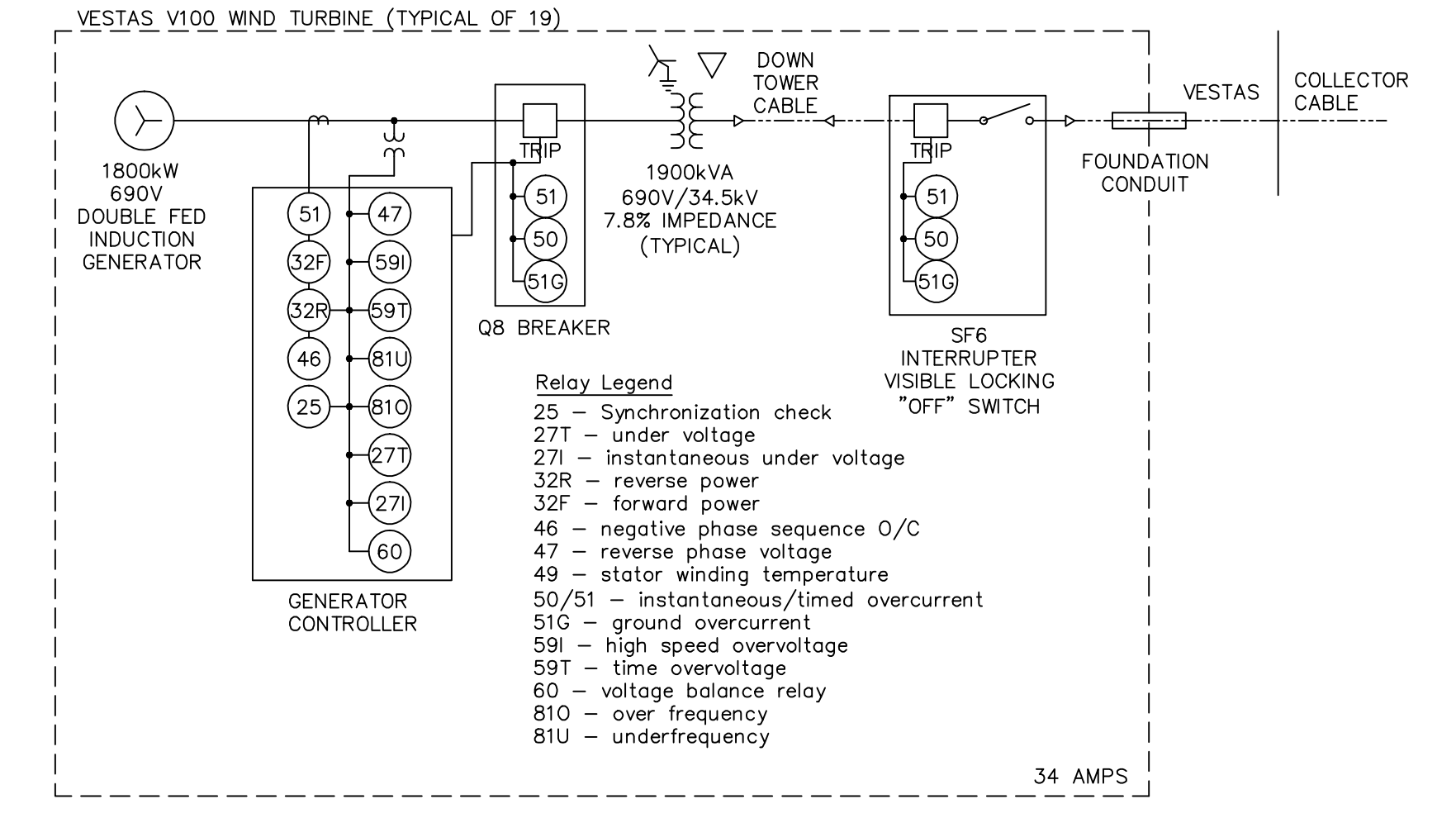
**BULL HILL WIND PROJECT**  
HANCOCK COUNTY, MAINE  
**KEY ONE LINE DIAGRAM**  
**TWIN PROJECT UNDERGROUND COLLECTOR**

DRAWING #:	31001
ENG'ND BY:	DPE
DRAWN BY:	NRM
DATE:	8-11-10

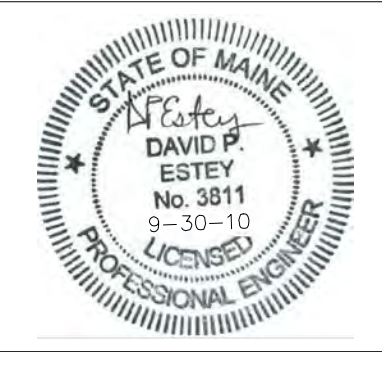


CABLE ID	CABLE DESCRIPTION	Z1 IMPEDANCE	Z0 IMPEDANCE	CAPACITANCE	Xc IMPEDANCE
C1	35KV 1/0 AWG AL WITH 1/2 NEUTRAL CONCENTRIC SHIELD	0.2190+j0.0970 OHM/1000'	0.7340+j0.034 OHM/1000'	31.2 pF/ft	85.1 MOHM-FT
C2	35KV 4/0 AWG AL WITH 1/2 NEUTRAL CONCENTRIC SHIELD	0.1190+j0.0850 OHM/1000'	0.3960+j0.0270 OHM/1000'	38.6 pF/ft	68.8 MOHM-FT
C3	35KV 500 KCMIL AL WITH 1/2 NEUTRAL CONCENTRIC SHIELD	0.0640+j0.0700 OHM/1000'	0.1710+j0.0240 OHM/1000'	50.2 pF/ft	52.9 MOHM-FT
C4	35KV 750 KCMIL AL WITH 1/2 NEUTRAL CONCENTRIC SHIELD	0.0550+j0.0580 OHM/1000'	0.1160+j0.0210 OHM/1000'	57.7 pF/ft	46 MOHM-FT
C5	35KV 1000 KCMIL AL WITH 1/2 NEUTRAL CONCENTRIC SHIELD	0.0460+j0.0520 OHM/1000'	0.0880+j0.0210 OHM/1000'	64.2 pF/ft	41.3 MOHM-FT
C6	35KV OVERHEAD 477 KCMIL ACSR	0.2306+j0.6396 OHM/MILE	0.4927+j1.6623 OHM/MILE	N/A	N/A
C7	35KV OVERHEAD 636 KCMIL ACSR	0.1734+j0.6221 OHM/MILE	0.3885+j1.6209 OHM/MILE	N/A	N/A

NOTE: ALL ABOVE VALUES ARE ON A PER PHASE BASIS.



# PRELIMINARY



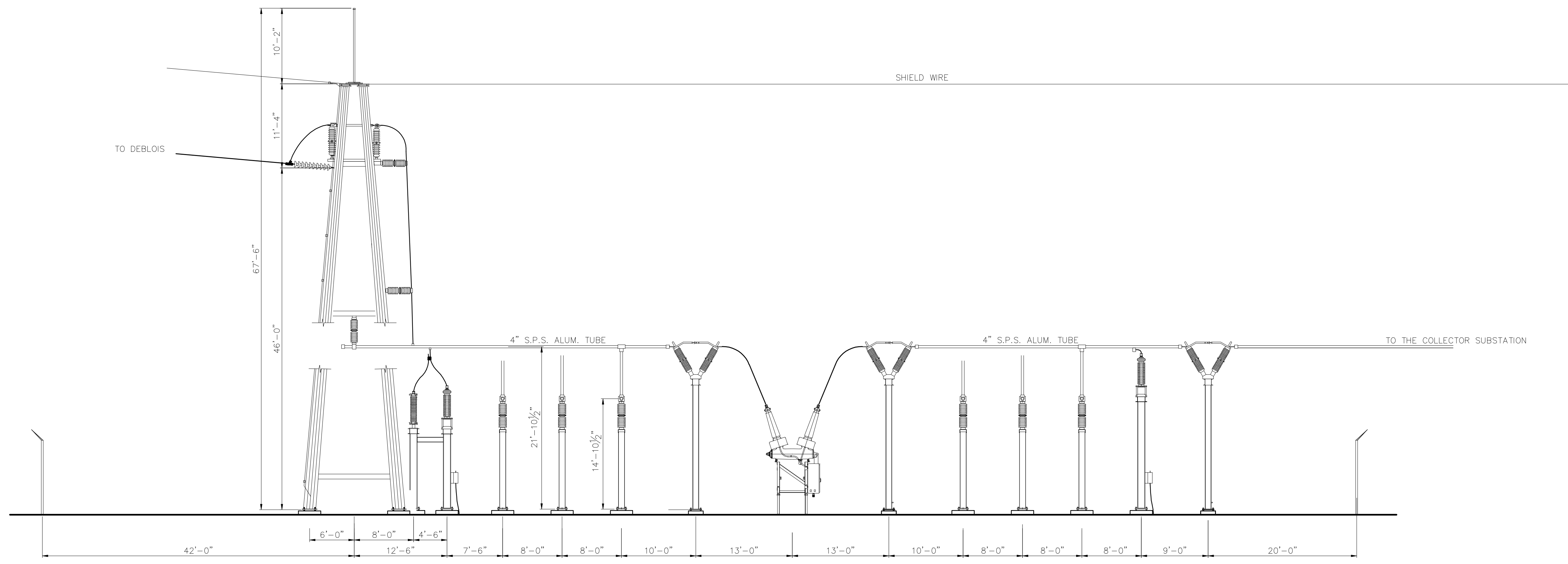
NO.	REVISION/ISSUE	DATE
C	ISSUED FOR PERMIT	10/22/10
B	TURBINE REALIGNMENT	10/8/10
A	PRELIMINARY DESIGN	9/30/10
NO.		



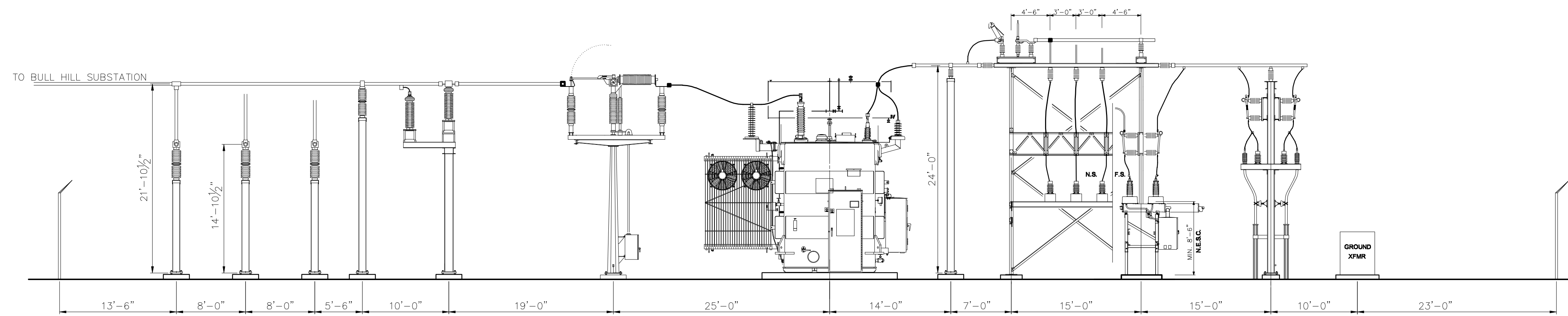
**BULL HILL WIND PROJECT**  
**HANCOCK COUNTY, MAINE**  
**KEY ONE LINE DIAGRAM**  
**TWIN PROJECT UNDERGROUND COLLECTOR**

DRAWING #: SS-1  
 ENGINE'D BY: DPE  
 DRAWN BY: NRM  
 DATE: 8-11-10





ELEVATION A-A



ELEVATION B-B

SCALE: 1/8"=1'

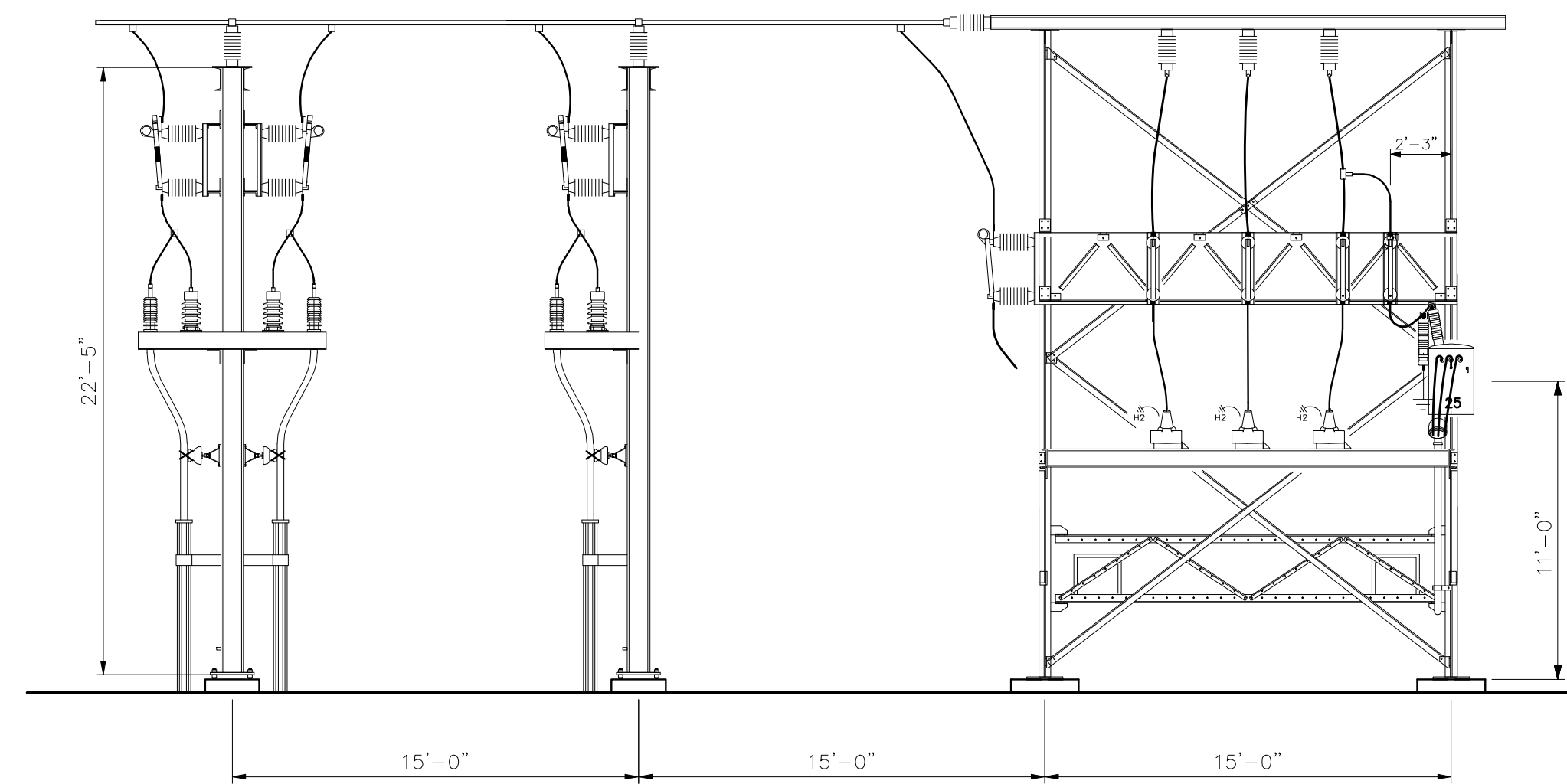
**PRELIMINARY NOT FOR CONSTRUCTION**

NO.	REVISION/ISSUE	DATE
A	ISSUED FOR PERMIT	10/22/10

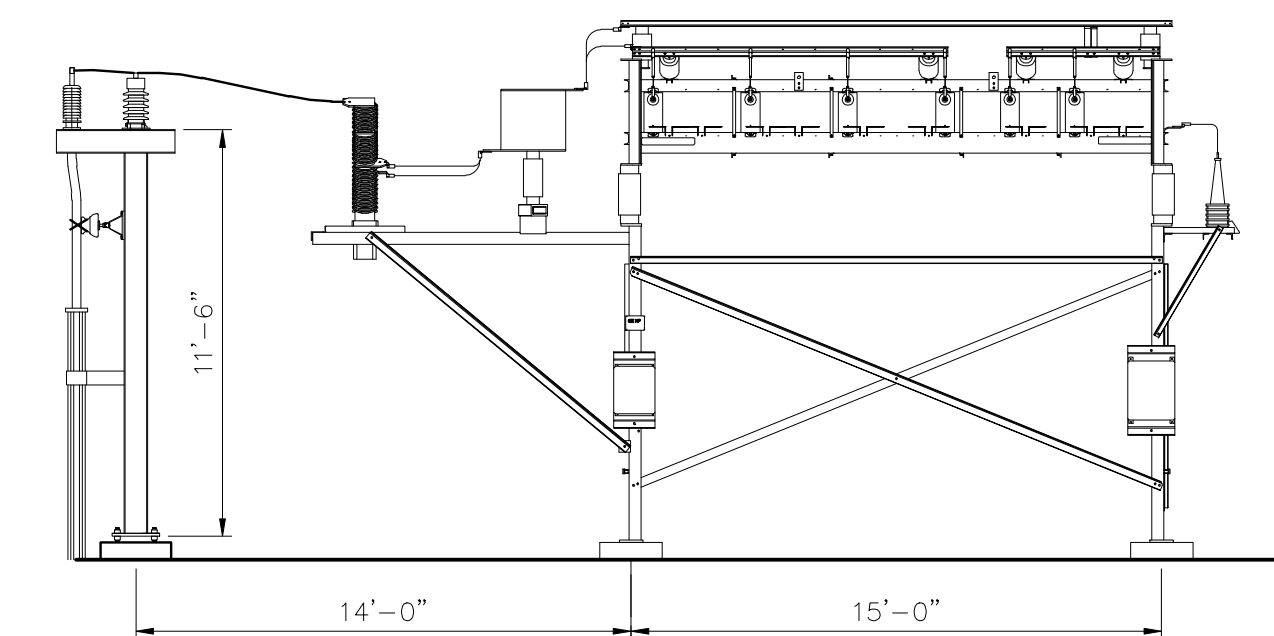
**RLC**  
ENGINEERING  
18 Meadow Road  
P.O. Box 722  
Augusta, ME 04332  
Phone 207-621-1077

**BULL HILL WIND PROJECT**  
FIRST WIND  
HANCOCK COUNTY, MAINE  
SUBSTATION SECTION AND ELEVATION VIEWS  
SHEET 1 OF 2

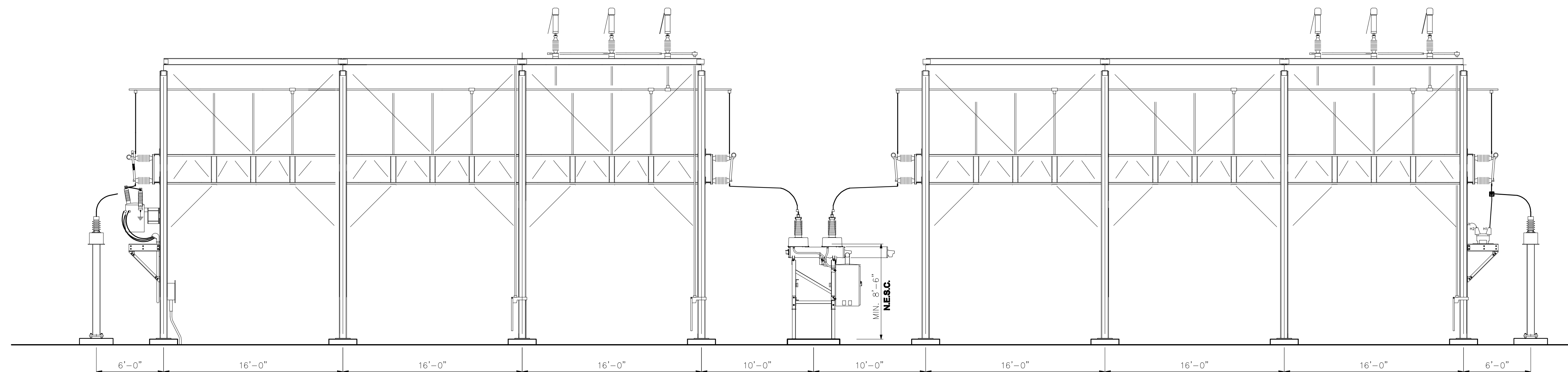
DRAWING #:  
SS-3  
ENGINE'D BY:  
DPE  
DRAWN BY:  
NRM  
DATE:  
10-22-10



ELEVATION C-C



ELEVATION D-D



SECTION E-E

SCALE: 3/16"=1'

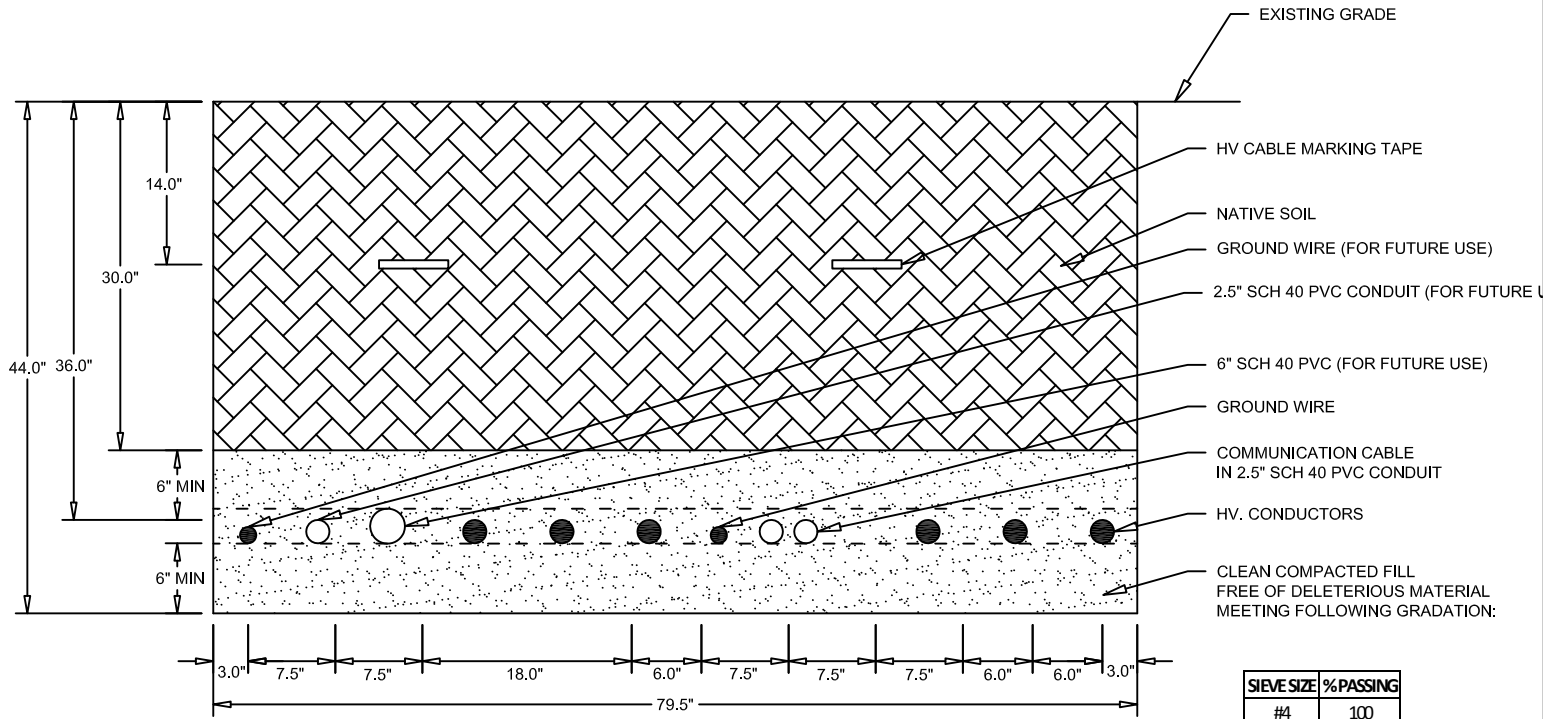
**PRELIMINARY NOT FOR  
CONSTRUCTION**

NO.	REVISION/ISSUE	DATE
A	ISSUED FOR PERMIT	10/22/10

**RLC  
ENGINEERING**  
18 Meadow Road  
P.O. Box 722  
Augusta, ME 04332  
Phone 207-621-1077

**BULL HILL WIND PROJECT**  
FIRST WIND  
HANCOCK COUNTY, MAINE  
**SUBSTATION SECTION AND ELEVATION VIEWS**  
SHEET 2 OF 2

**DRAWING #:**  
SS-4  
**ENGINE'D BY:**  
DPE  
**DRAWN BY:**  
NRM  
**DATE:**  
10-22-10



SIEVE SIZE	%PASSING
#4	100
#40	40-70
#200	0-5

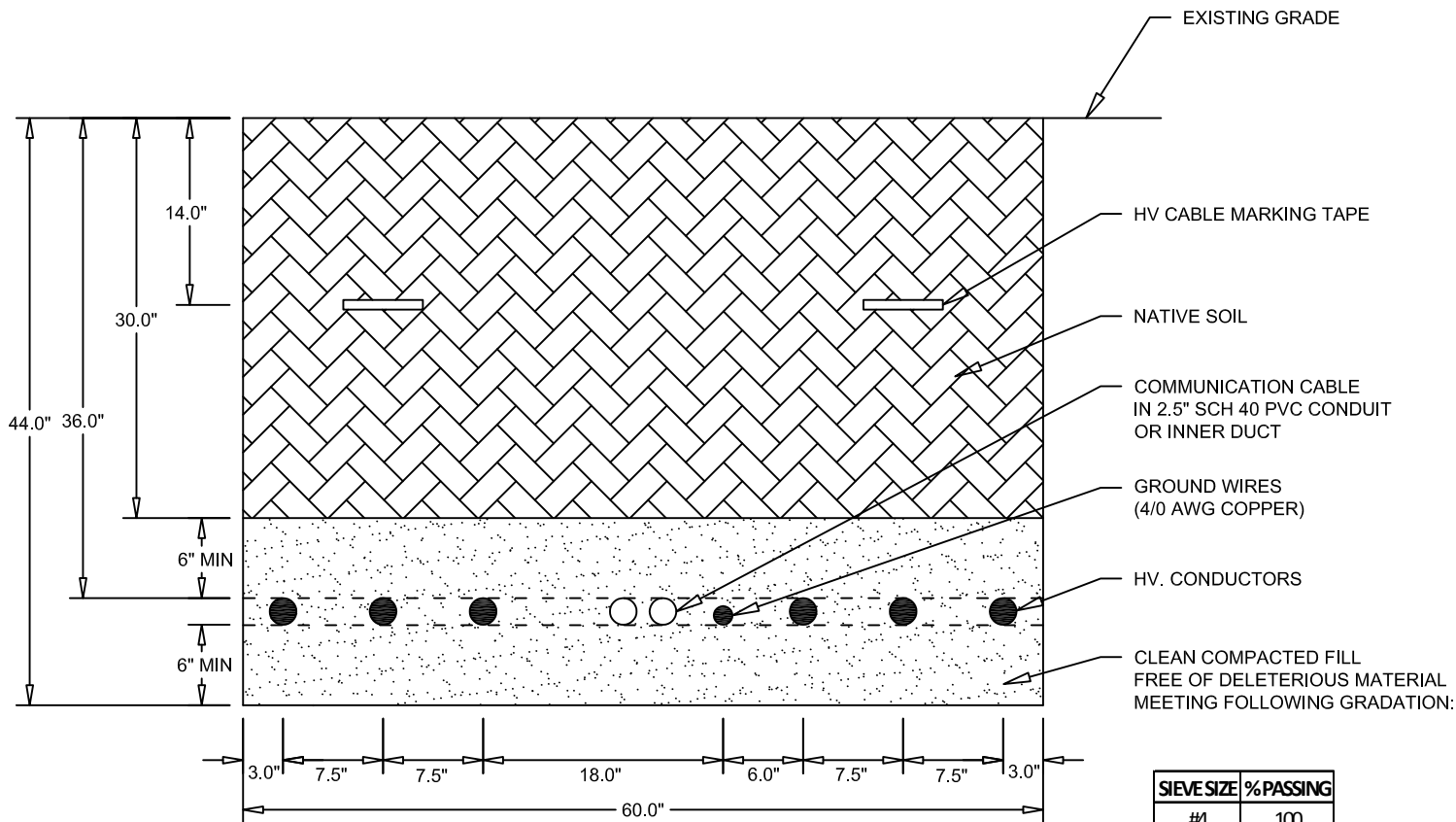
**DIRECT BURIAL TRENCH DETAIL**  
**DOUBLE CIRCUIT W/PROVISION**  
**FOR PHASE 2**

<b>PRELIMINARY</b>		
NO.	REVISION/ISSUE	DATE

  
**ENGINEERING**  
 18 Meadow Road  
 P.O. Box 722  
 Augusta, ME 04332  
 Phone 207-621-1077

**BULL HILL WIND PROJECT**  
 FIRST WIND  
 HANCOCK COUNTY, MAINE  
**DIRECT BURIAL DOUBLE TRENCH**  
**DETAIL\_SK-E4**

DRAWING #:	31001
ENG'N'D BY:	DPE
DRAWN BY:	NRM
DATE:	10/4/10



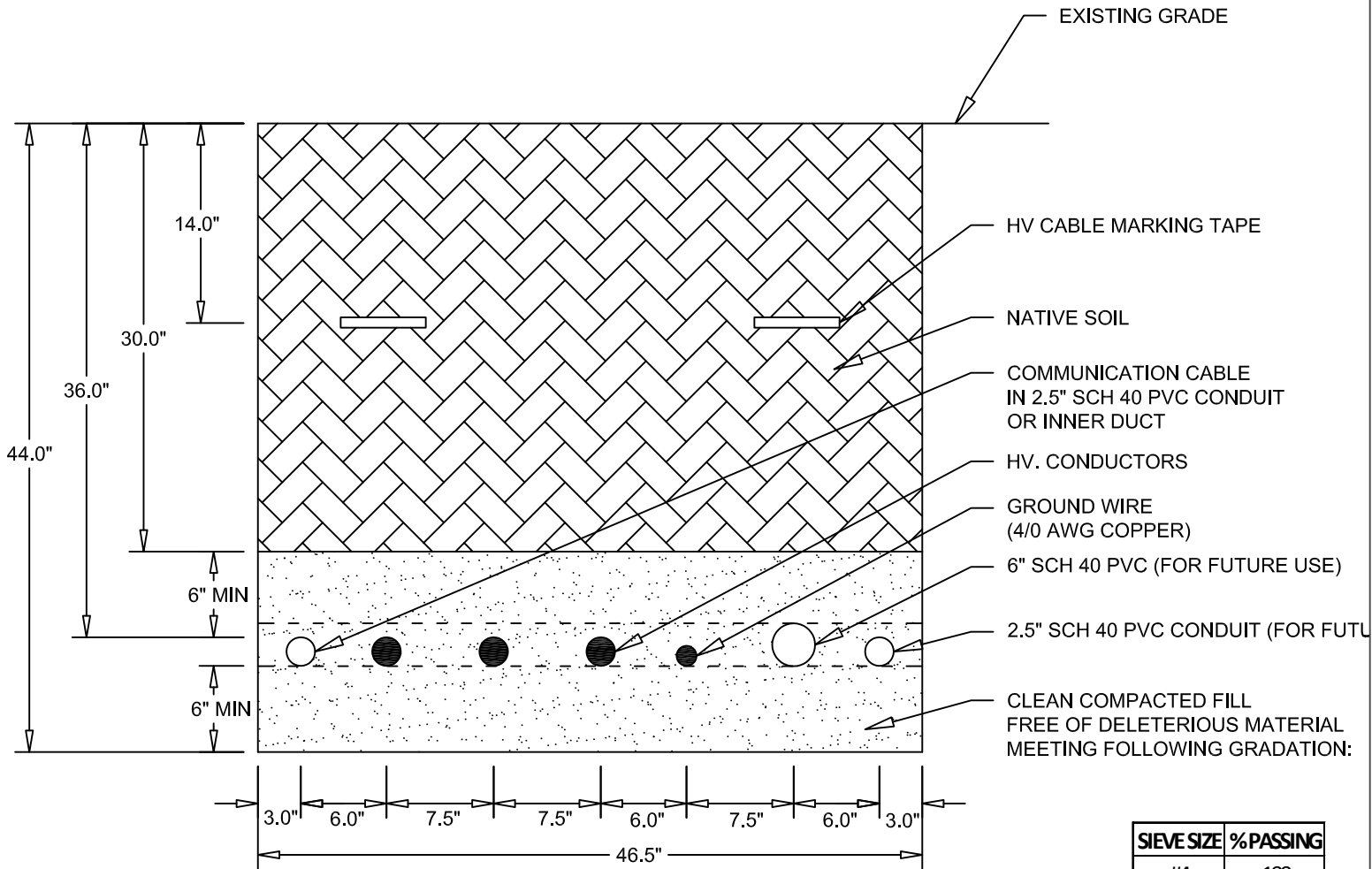
**DIRECT BURIAL  
TRENCH DETAIL  
DOUBLE CIRCUIT**

<b>PRELIMINARY</b>		
NO.	REVISION/ISSUE	DATE

  
**ENGINEERING**  
 18 Meadow Road  
 P.O. Box 722  
 Augusta, ME 04332  
 Phone 207-621-1077

**BULL HILL WIND PROJECT**  
 FIRST WIND  
 HANCOCK COUNTY, MAINE  
**DIRECT BURIAL DOUBLE TRENCH DETAIL**  
 DETAIL\_SK-E2

DRAWING #:	31001
ENG'N'D BY:	DPE
DRAWN BY:	NRM
DATE:	9/14/10



**DIRECT BURIAL TRENCH DETAIL  
SINGLE CIRCUIT W/PROVISION  
FOR PHASE 2**

SIEVE SIZE	% PASSING
#4	100
#40	40-70
#200	0-5

**PRELIMINARY**

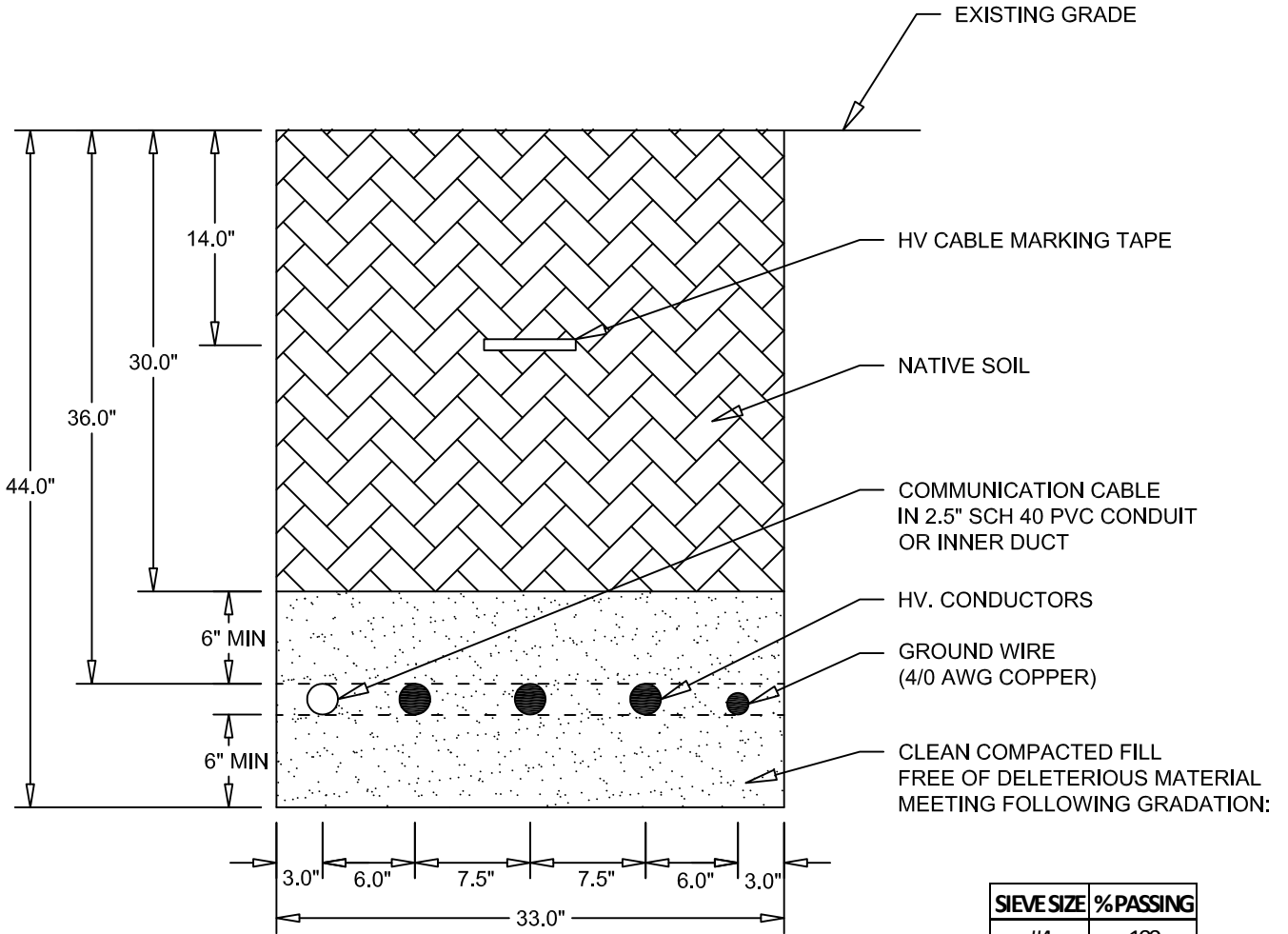
**RLC**  
ENGINEERING  
18 Meadow Road  
P.O. Box 722  
Augusta, ME 04332  
Phone 207-621-1077

**BULL HILL WIND PROJECT**  
FIRST WIND  
HANCOCK COUNTY, MAINE  
**DIRECT BURIAL TRENCH DETAIL**  
DETAIL\_SK-E3

DRAWING #:  
31001  
ENGINE'D BY:  
DPE  
DRAWN BY:  
NRM  
DATE:  
10/4/10

NO.	REVISION/ISSUE	DATE





**DIRECT BURIAL  
TRENCH DETAIL  
SINGLE CIRCUIT**

SIEVE SIZE	% PASSING
#4	100
#40	40-70
#200	0-5

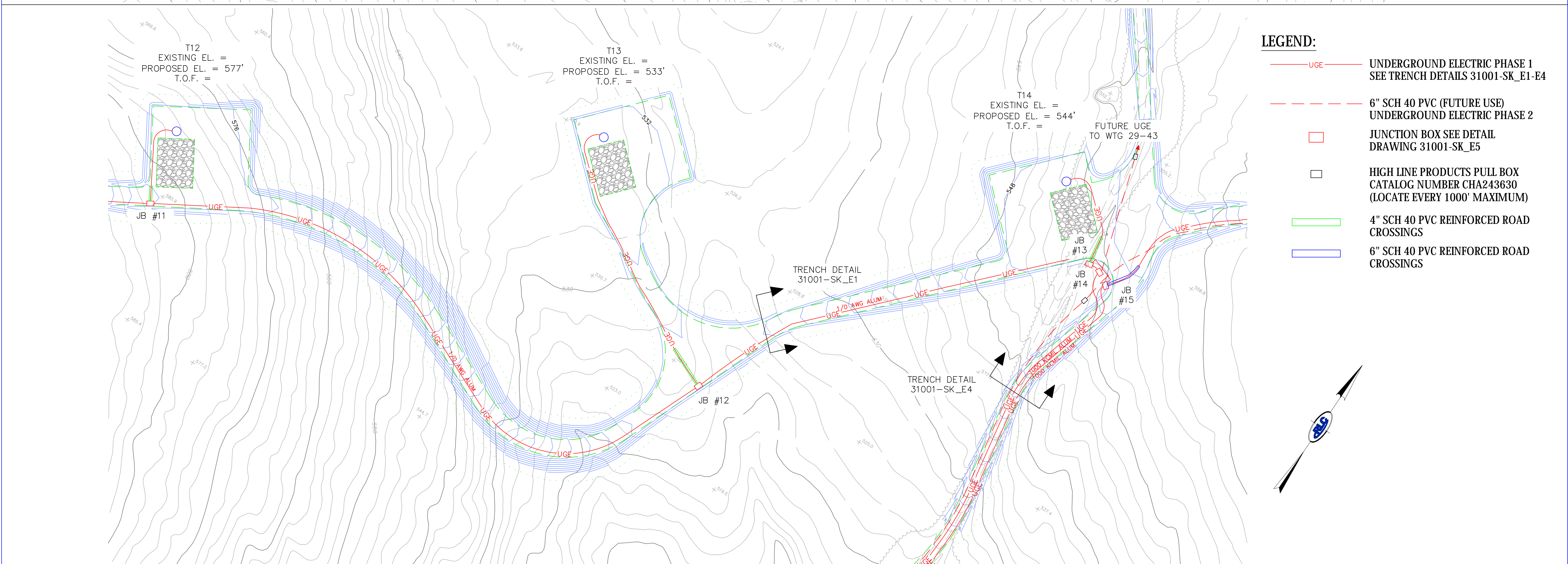
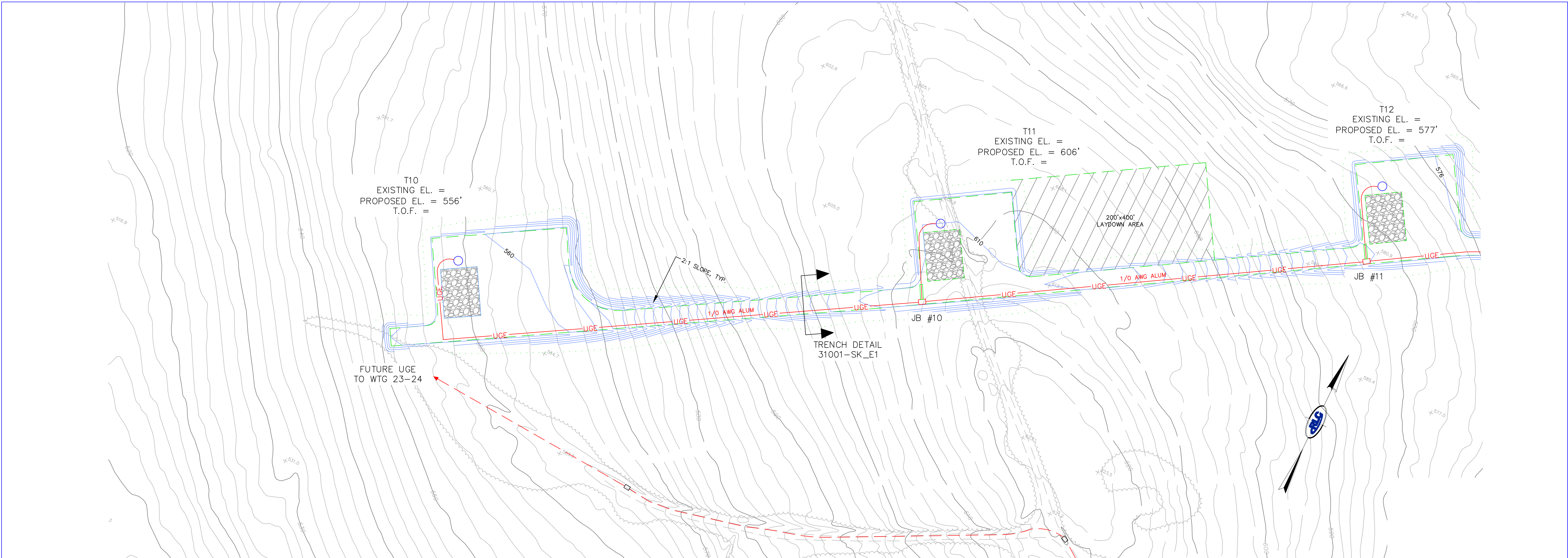
<b>PRELIMINARY</b>		
NO.	REVISION/ISSUE	DATE

  
**ENGINEERING**  
 18 Meadow Road  
 P.O. Box 722  
 Augusta, ME 04332  
 Phone 207-621-1077

**BULL HILL WIND PROJECT**  
 FIRST WIND  
 HANCOCK COUNTY, MAINE  
**DIRECT BURIAL TRENCH DETAIL**  
**DETAIL\_SK-E1**

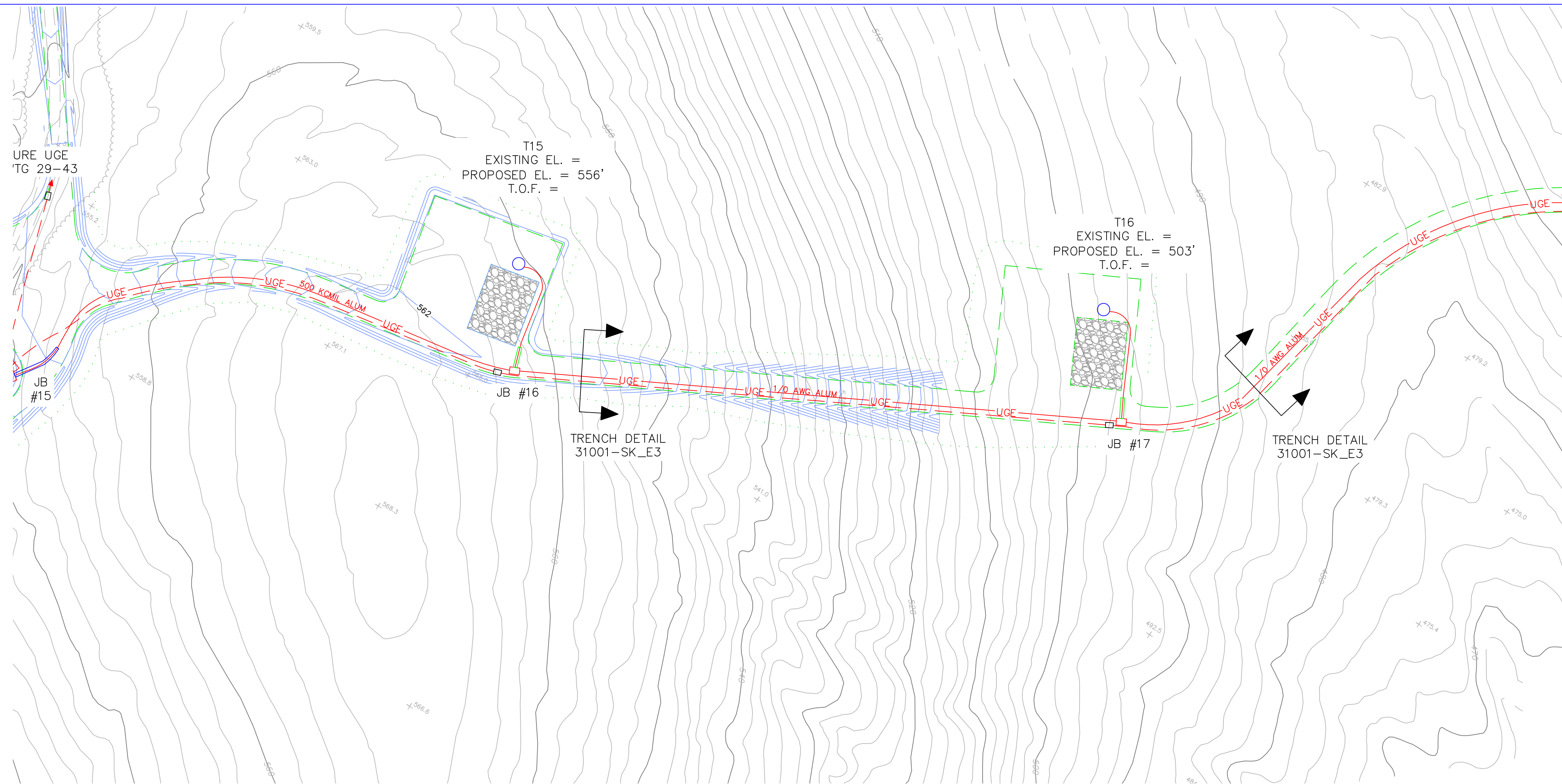
DRAWING #:	31001
ENG'N'D BY:	DPE
DRAWN BY:	NRM
DATE:	9/14/10





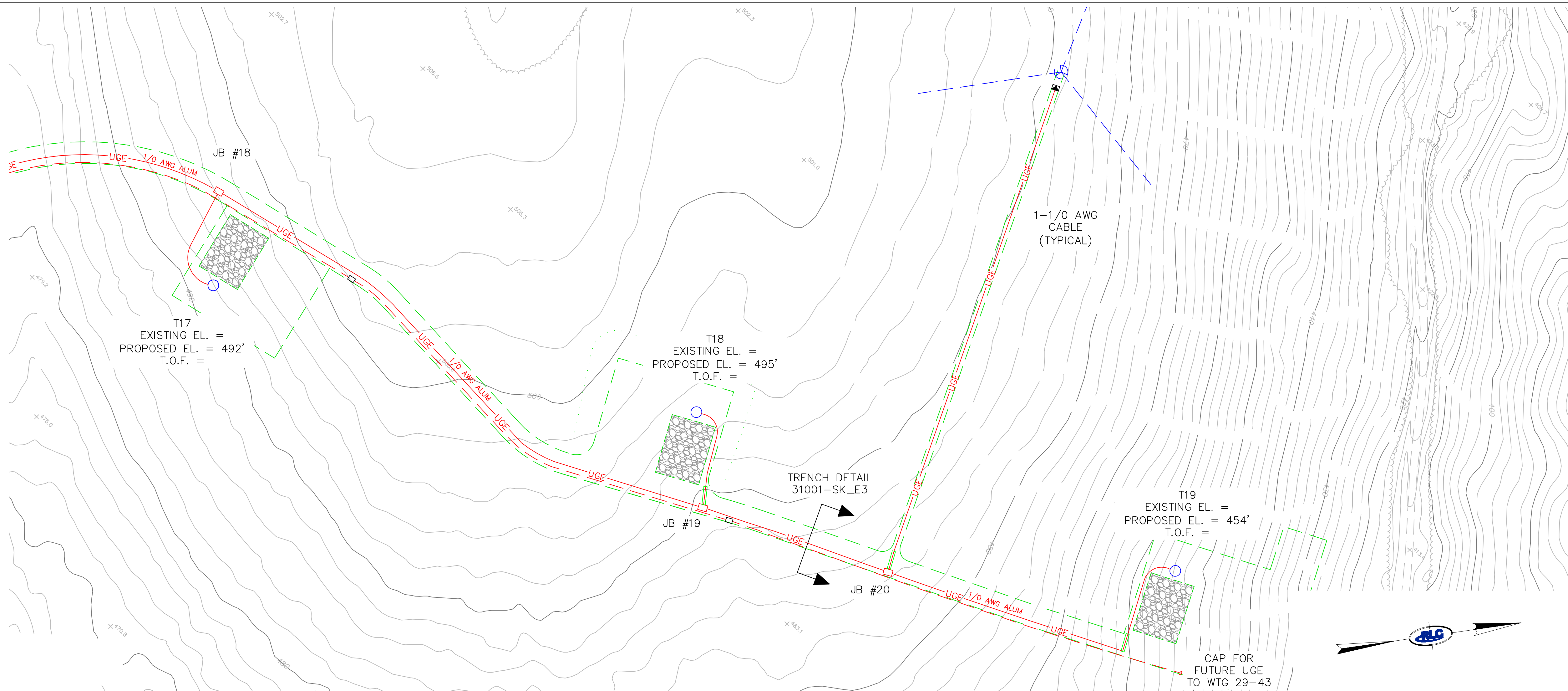
- LEGEND:**
- UGE — UNDERGROUND ELECTRIC PHASE 1  
SEE TRENCH DETAILS 31001-SK\_E1-E4
  - - - 6" SCH 40 PVC (FUTURE USE)  
UNDERGROUND ELECTRIC PHASE 2
  - JUNCTION BOX SEE DETAIL  
DRAWING 31001-SK\_E5
  - HIGH LINE PRODUCTS PULL BOX  
CATALOG NUMBER CHA243630  
(LOCATE EVERY 1000' MAXIMUM)
  - 4" SCH 40 PVC REINFORCED ROAD  
CROSSINGS
  - 6" SCH 40 PVC REINFORCED ROAD  
CROSSINGS

Project No. <b>31001</b>	Project Location HANCOCK COUNTY, MAINE	Drawing Description <b>34.5KV UNDERGROUND COLLECTOR LAYOUT NORTH STRING TURBINES # 10-14</b>	Date 	Rev. #   Desc.   Description 	Drawn By NRM	Checked NSH
<b>BULL HILL WIND PROJECT</b>			<b>NOT FOR CONSTRUCTION</b>			
Project Location HANCOCK COUNTY, MAINE			Scale 1" = 100'			
Drawing Description <b>34.5KV UNDERGROUND COLLECTOR LAYOUT NORTH STRING TURBINES # 10-14</b>			Approved DPE			
18 Meadow Road P.O. Box 722 Augusta, ME 04332 Phone 207-621-1077			Engineer <b>RLC</b> ENGINEERING			
Phase <b>PERMIT</b>			Sheet No. <b>UG-103</b>			



**LEGEND:**

- UGE UNDERGROUND ELECTRIC PHASE 1  
SEE TRENCH DETAILS 31001-SK\_E1-E4
- - - 6" SCH 40 PVC (FUTURE USE)  
UNDERGROUND ELECTRIC PHASE 2
- JUNCTION BOX SEE DETAIL  
DRAWING 31001-SK\_E5
- HIGH LINE PRODUCTS PULL BOX  
CATALOG NUMBER CHA243630  
(LOCATE EVERY 1000' MAXIMUM)
- 4" SCH 40 PVC REINFORCED ROAD  
CROSSINGS
- 6" SCH 40 PVC REINFORCED ROAD  
CROSSINGS
- ▲ GROUNDING TRANSFORMER



Rev. #	Desc. by Description	Date

Designed By:	Drawn By:
NRM	NRM
Date:	Scale:
10/20/2010	N/A
Approved:	Checked:
DPE	NSH

**BULL HILL WIND PROJECT**

Project Location:  
HANCOCK COUNTY, MAINE

34.5KV UNDERGROUND COLLECTOR LAYOUT  
NORTH STRING TURBINES # 15-19

Sheet

31001

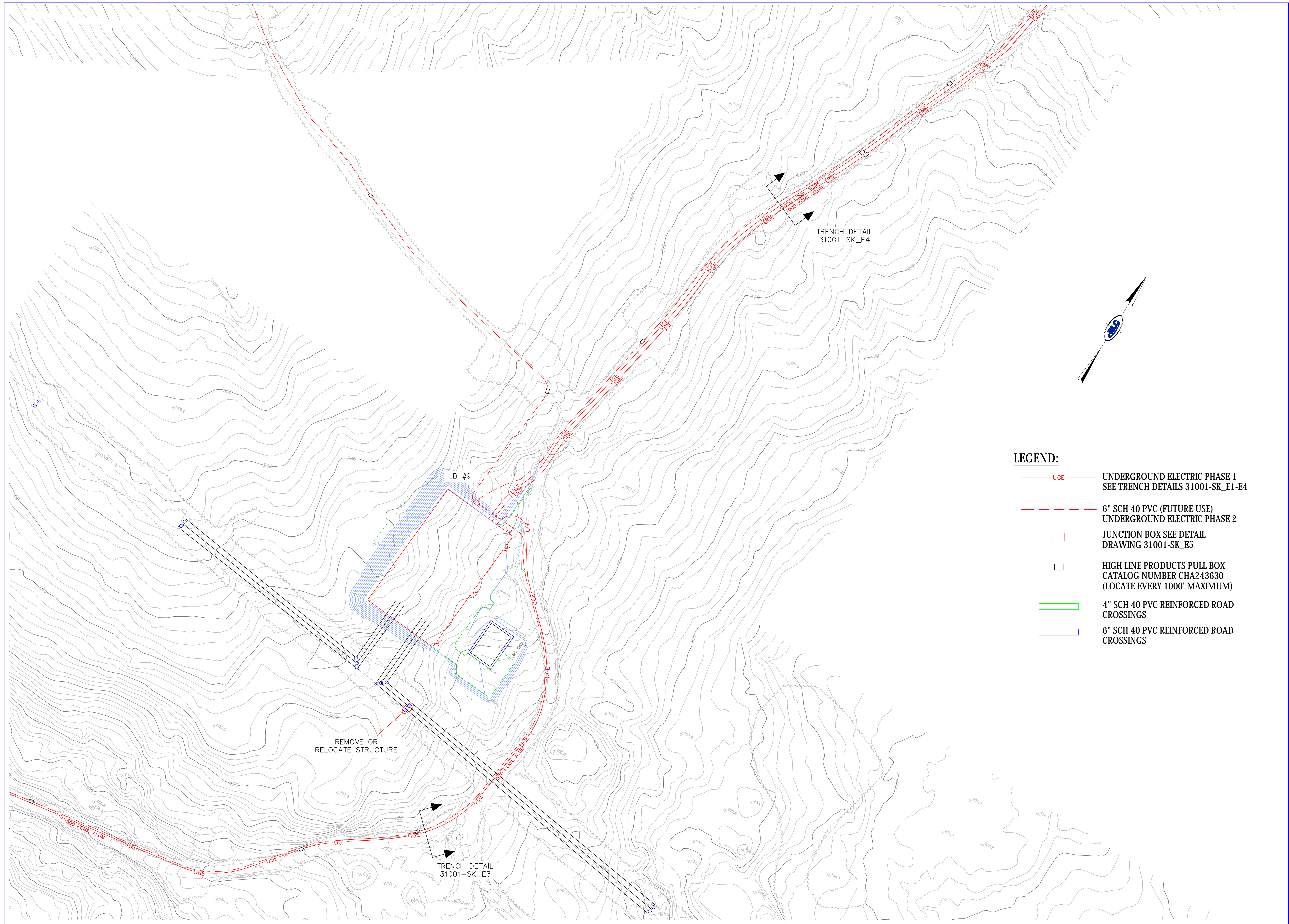
**RLC**  
ENGINEERING

18 Meadow Road  
P.O. Box 722  
Augusta, ME 04332  
Phone 207-621-1077

Phase:  
**PERMIT**

Sheet No.  
**UG-104**

**NOT FOR CONSTRUCTION**



**LEGEND:**

- UGE UNDERGROUND ELECTRIC PHASE 1  
SEE TRENCH DETAILS 31001-SK\_E1-E4
- - - 6" SCH 40 PVC (FUTURE USE)  
UNDERGROUND ELECTRIC PHASE 2
- JUNCTION BOX SEE DETAIL  
DRAWING 31001-SK\_E5
- HIGH LINE PRODUCTS PULL BOX  
CATALOG NUMBER CHA243630  
(LOCATE EVERY 1000' MAXIMUM)
- ▭ 4" SCH 40 PVC REINFORCED ROAD  
CROSSINGS
- ▭ 6" SCH 40 PVC REINFORCED ROAD  
CROSSINGS

Rev. #	Drawn By	Description	Date

Designed By NRM	Drawn By NRM
Date 10/20/2010	Scale 1" = 100'
Approved DPE	Checked NSH

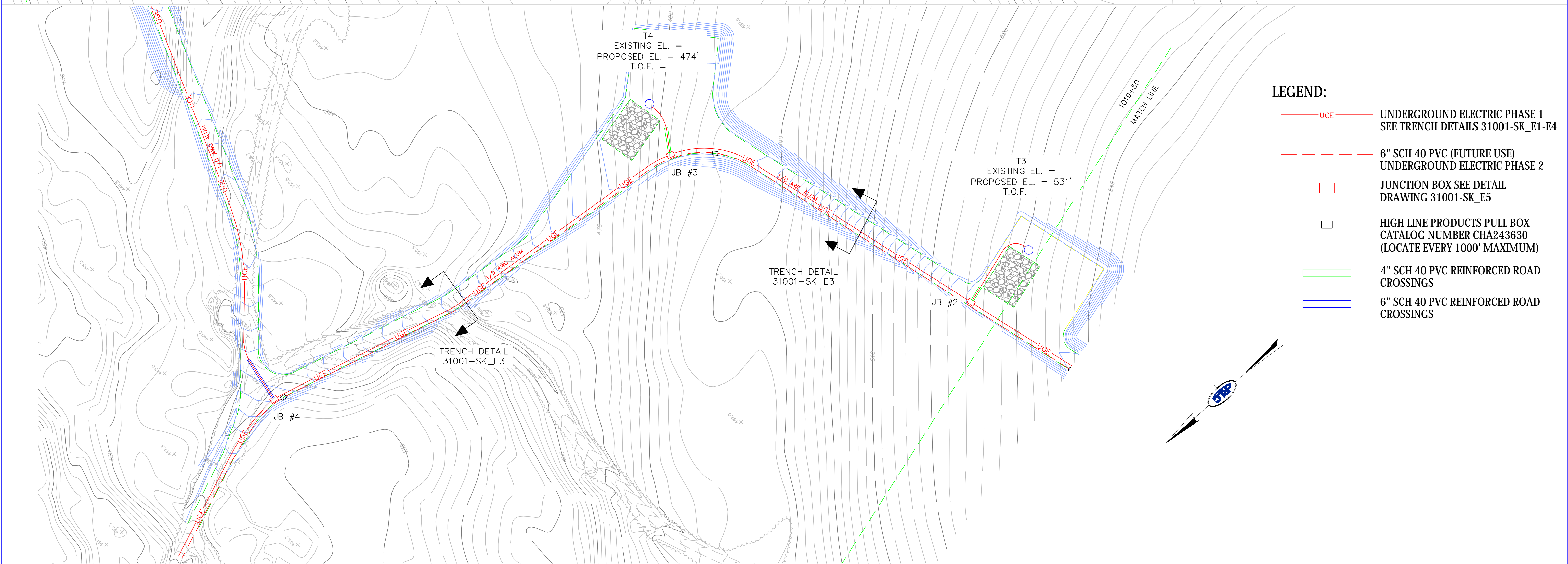
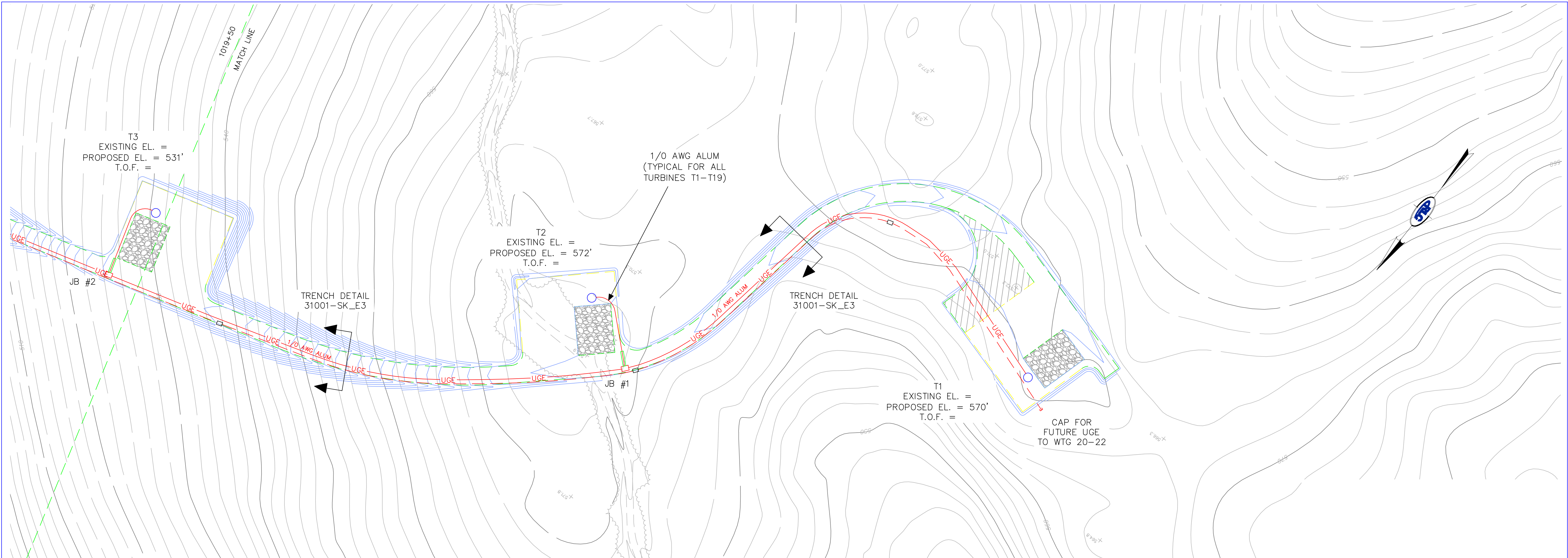
**BULL HILL WIND PROJECT**  
Project Location  
HANCOCK COUNTY, MAINE  
Drawing Description  
**34.5KV UNDERGROUND COLLECTOR LAYOUT**  
**BULL HILL SUBSTATION LOCATION UG LAYOUT**

Project No. **31001**

Engineer  
**RLC ENGINEERING**

18 Meadow Road  
P.O. Box 722  
Augusta, ME 04332  
Phone 207-621-1077

**NOT FOR CONSTRUCTION**

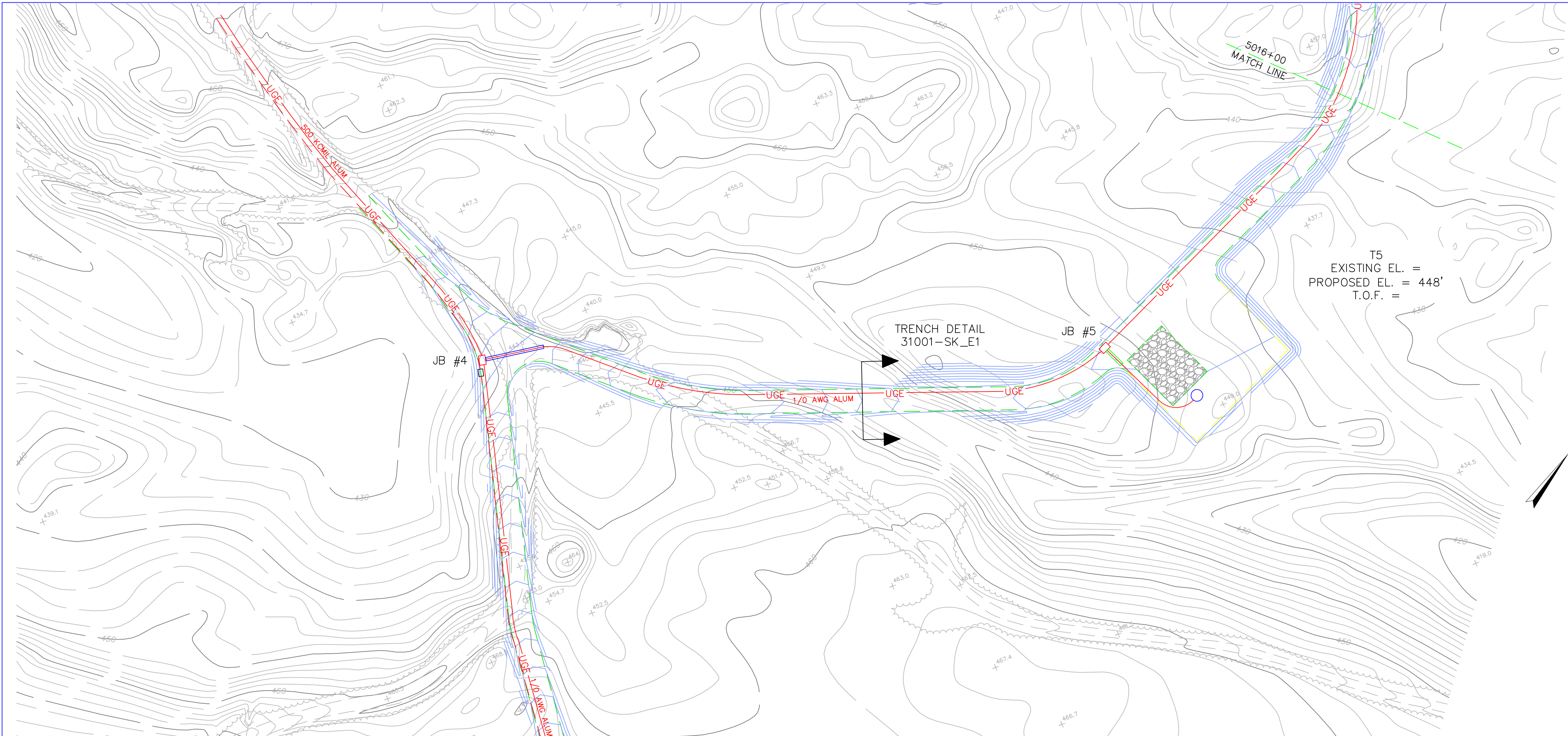


- LEGEND:**
- UGE — UNDERGROUND ELECTRIC PHASE 1  
SEE TRENCH DETAILS 31001-SK\_E1-E4
  - - - 6" SCH 40 PVC (FUTURE USE)  
UNDERGROUND ELECTRIC PHASE 2
  - JUNCTION BOX SEE DETAIL  
DRAWING 31001-SK\_E5
  - HIGH LINE PRODUCTS PULL BOX  
CATALOG NUMBER CHA243630  
(LOCATE EVERY 1000' MAXIMUM)
  - 4" SCH 40 PVC REINFORCED ROAD  
CROSSINGS
  - 6" SCH 40 PVC REINFORCED ROAD  
CROSSINGS

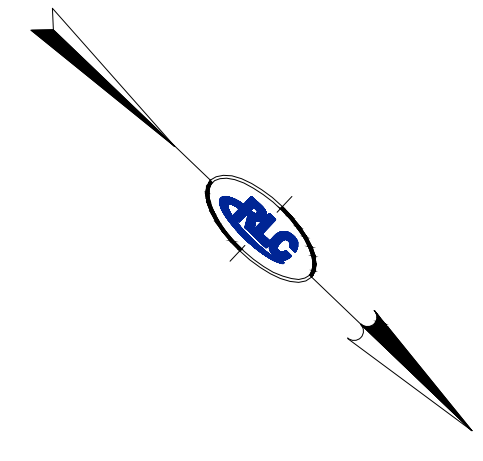
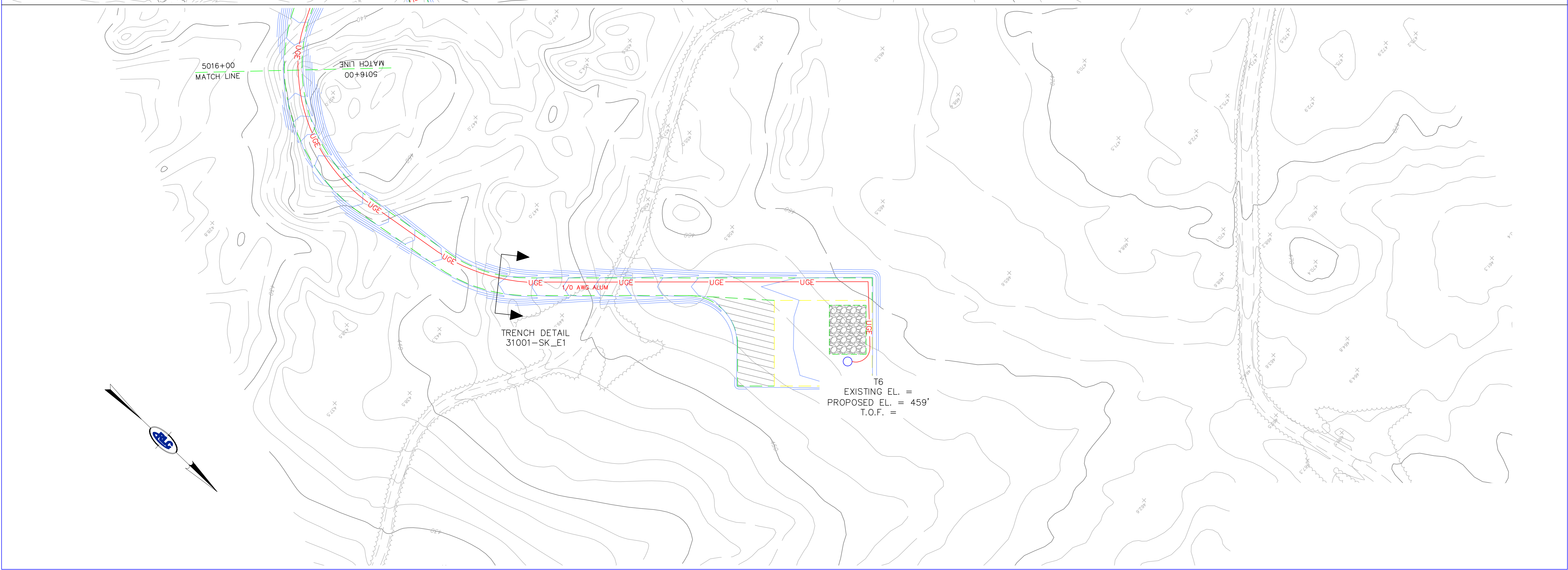
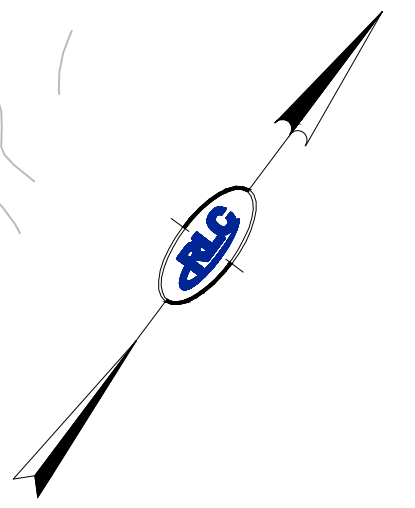
Project No. <b>31001</b>	Phase <b>PERMIT</b>	Sheet No. <b>UG-100</b>	Project Location <b>HANCOCK COUNTY, MAINE</b>	Drawing Description <b>34.5KV UNDERGROUND COLLECTOR LAYOUT SOUTH STRING TURBINES # 1-4</b>	Approved DPE NSH	Checked NSH	Scale 1" = 100'	Date 10/20/2010	Drawn By NRM	Designated By NRM	Rev. #   Desc.   Description _____ _____ _____	<b>NOT FOR CONSTRUCTION</b>
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**31001**  
  
**ENGINEERING**

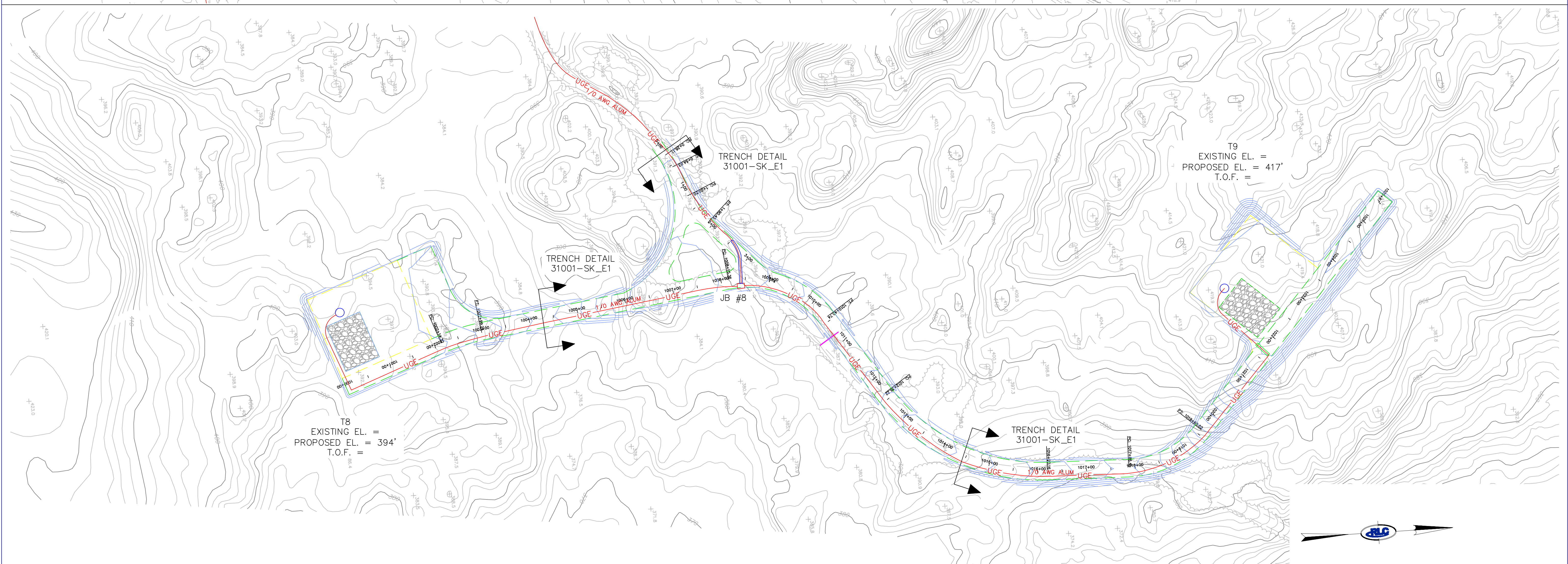
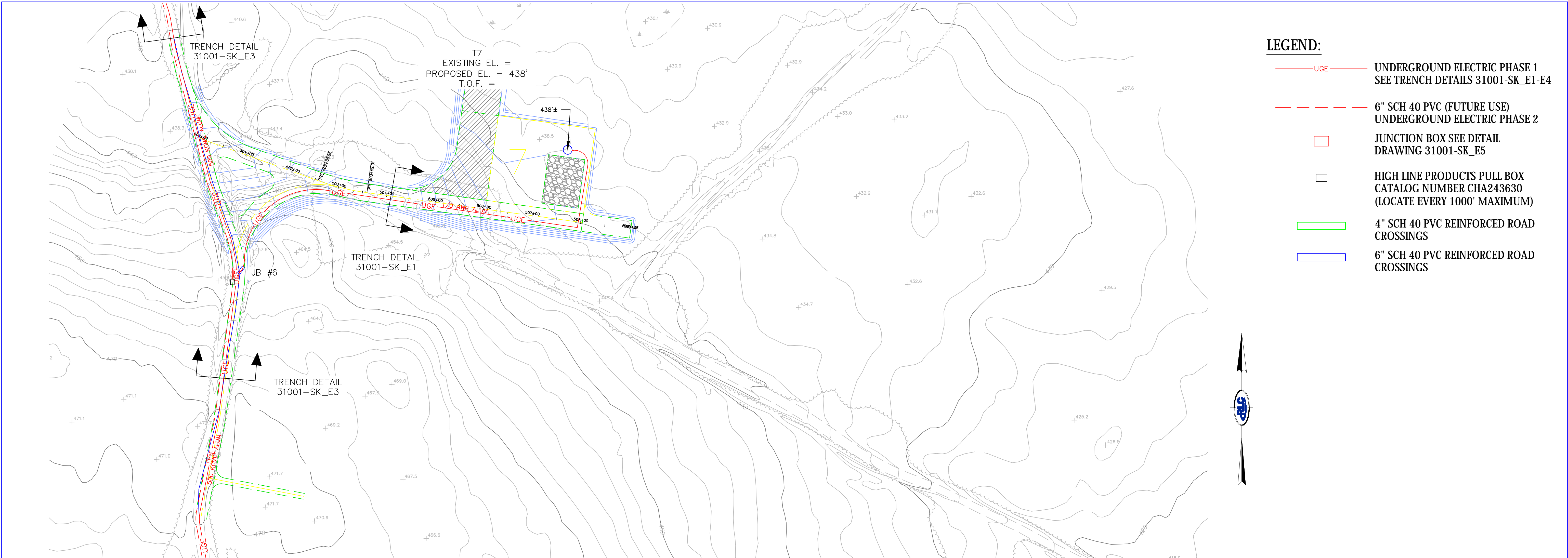
18 Meadow Road  
 P.O. Box 722  
 Augusta, ME 04332  
 Phone 207-621-1077



- LEGEND:**
- UGE UNDERGROUND ELECTRIC PHASE 1  
SEE TRENCH DETAILS 31001-SK\_E1-E4
  - - - 6" SCH 40 PVC (FUTURE USE)  
UNDERGROUND ELECTRIC PHASE 2
  - JUNCTION BOX SEE DETAIL  
DRAWING 31001-SK\_E5
  - HIGH LINE PRODUCTS PULL BOX  
CATALOG NUMBER CHA243630  
(LOCATE EVERY 1000' MAXIMUM)
  - 4" SCH 40 PVC REINFORCED ROAD  
CROSSINGS
  - 6" SCH 40 PVC REINFORCED ROAD  
CROSSINGS



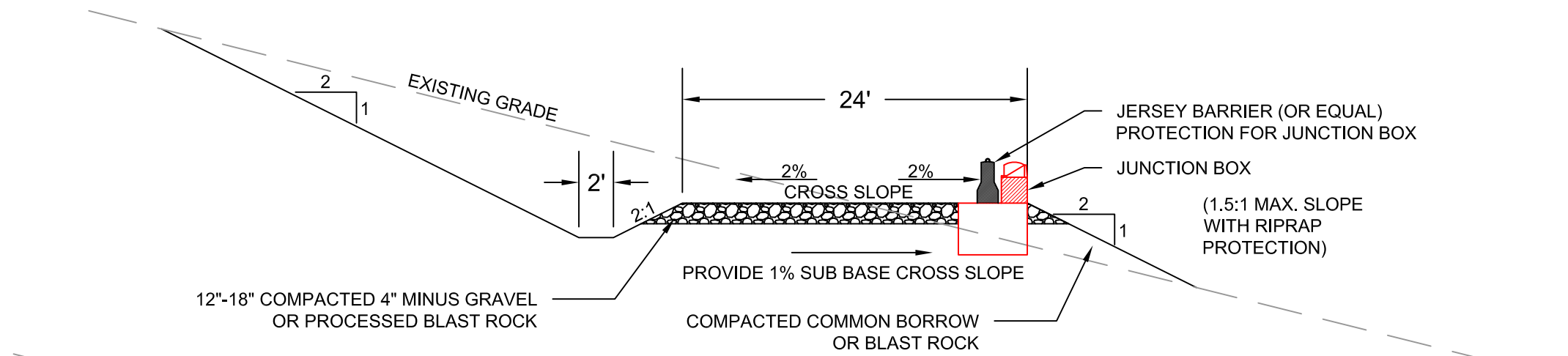
<b>31001</b>	<b>18 Meadow Road P.O. Box 722 Augusta, ME 04332 Phone 207-621-1077</b>	<b>RLC</b>	<b>ENGINEERING</b>	<b>PERMIT</b>
Project No. Engineer	Phase	Project Location HANCOCK COUNTY, MAINE	Drawing Description <b>34.5KV UNDERGROUND COLLECTOR LAYOUT SOUTH STRING TURBINES # 5-6</b>	Sheet No. <b>UG-101</b>
Designed By NRM	Drawn By NRM	Date 10/20/2010	Scale 1" = 100'	Checked NSH
<b>FIRST WIND</b>				<b>NOT FOR CONSTRUCTION</b>



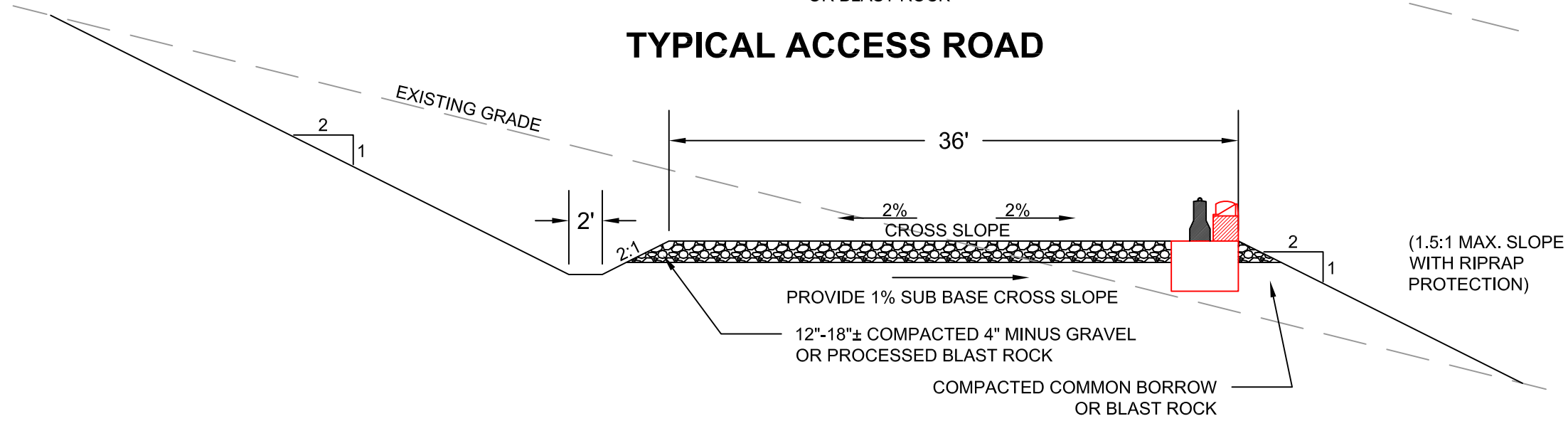
Project No. 31001	Project Location HANCOCK COUNTY, MAINE	Drawn By NRM	Checked NSH
		Date 10/20/2010	Scale 1" = 100'
Project Name <b>BULL HILL WIND PROJECT</b>		Designation NRM	Approval DPE
Drawing Description <b>34.5KV UNDERGROUND COLLECTOR LAYOUT SOUTH STRING TURBINES # 7-9</b>		Scale 1" = 100'	Checked NSH
18 Meadow Road P.O. Box 722 Augusta, ME 04332 Phone 207-621-1077		<b>PERMIT</b>	
<b>RLC ENGINEERING</b>		<b>UG-102</b>	

NOT FOR CONSTRUCTION





**TYPICAL ACCESS ROAD**



**TYPICAL CRANE PATH**

**NOTES:**  
 DITCHES SHALL BE CONSTRUCTED TO NOT INTERCEPT GROUND WATER TABLE. DITCH DEPTH SHALL BE 24" MEASURED FROM ROADWAY, EXCEPT AS APPROVED BY THE ENGINEER. DITCHES SHALL BE STONE LINED WHEN LONGITUDINAL SLOPES OF THE DITCH EXCEED 8%.

- FILL AREAS:**
- EXISTING GROUND SHALL BE GRUBBED WITHIN FOOTPRINT OF ROAD IN FILL SECTIONS. WHEN EMBANKMENT FILL DEPTH EXCEEDS 5', MEASURED VERTICALLY, ALL VEGETATION SHALL BE CUT BUT GRUBBING IS NOT REQUIRED.
  - STABILIZE FILL SLOPES WITH BLAST ROCK, EROSION CONTROL MIX, OR LOAM AND SEED. ALL SLOPES STEEPER THAN 3:1 SHALL BE PROTECTED WITH EROSION CONTROL MIX, EROSION CONTROL MESH, OR BLAST ROCK/RIPRAP. SLOPES STEEPER THAN 2:1 SHALL BE PROTECTED WITH RIPRAP OR SUITABLE BLAST ROCK.
  - BENCH EXISTING GROUND AS NECESSARY TO STABILIZE EXTENSION.

- CUT AREAS:**
- 1:4 CUT FACES ARE PERMITTED IN AREAS OF ROCK EXCAVATION ONLY AS APPROVED BY ENGINEER.
  - ALL NON ROCK-FACE SLOPES STEEPER THAN 3:1 SHALL BE PROTECTED WITH EROSION CONTROL MIX, EROSION CONTROL MESH, OR BLAST ROCK. SLOPES STEEPER THAN 2:1 SHALL BE PROTECTED WITH BLAST ROCK.

**TYPICAL ROAD DETAILS**

NOT TO SCALE

NO.	REVISION/ISSUE	DATE



**BULL HILL WIND PROJECT**  
 FIRST WIND  
 HANCOCK COUNTY, MAINE  
**JUNCTION BOX AND UGE TRENCH LOCATION  
 ALONG CRANE PATHS AND ACCESS ROADS**

PROJECT #:	31001
ENGIN'D BY:	NSH
DRAWN BY:	NRM
DATE:	10/7/10

# Delaware

PAGE 1

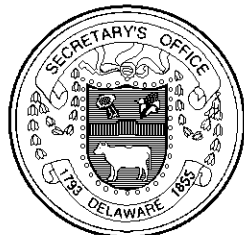
*The First State*

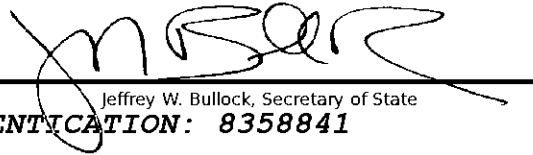
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUE SKY EAST, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4542955 8300

101095607



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8358841

DATE: 11-17-10

# State of Maine



## Department of the Secretary of State

*I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the reports of qualification of foreign limited liability companies in this State and annual reports filed by the same.*

*I further certify that BLUE SKY EAST, LLC, a DELAWARE limited liability company, is a duly qualified foreign limited liability company under the laws of the State of Maine and that the application for authority to transact business in this State was filed on May 17, 2010.*

*I further certify that said foreign limited liability company has filed annual reports due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the authority to transact business in this State and that according to the records in the Department of the Secretary of State, said foreign limited liability company is a legally existing limited liability company in good standing under the laws of the State of Maine at the present time.*

*In testimony whereof*, I have caused the Great Seal of the State of Maine to be hereunto affixed. Given under my hand at Augusta, Maine, this seventeenth day of November 2010.



A handwritten signature in black ink, appearing to read 'Matthew Dunlap'.

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**MATTHEW DUNLAP**

*Secretary of State*

**First Wind Holdings, LLC and Subsidiaries**  
**Condensed Consolidated Balance Sheets**  
(Unaudited)  
(in thousands)

	<u>December 31, 2009</u>	<u>September 30, 2010</u>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents . . . . .	\$ 31,467	66,610
Restricted cash . . . . .	45,974	46,786
Accounts receivable . . . . .	6,390	7,841
Prepaid expenses and other current assets . . . . .	9,096	7,790
Derivative assets . . . . .	9,150	11,355
Total current assets . . . . .	<u>102,077</u>	<u>140,382</u>
Property, plant and equipment, net . . . . .	950,610	838,165
Construction in progress . . . . .	472,526	559,541
Turbine deposits . . . . .	97,172	72,054
Long-term derivative assets . . . . .	37,638	52,744
Other non-current assets . . . . .	21,671	25,915
Deferred financing costs, net . . . . .	16,460	23,468
Total assets . . . . .	<u>\$1,698,154</u>	<u>\$1,712,269</u>
<b>Liabilities and Members' Capital</b>		
Current Liabilities:		
Accrued capital expenditures and turbine deposits . . . . .	\$ 44,894	\$ 44,553
Accounts payable and accrued expenses . . . . .	16,440	32,387
Derivative liabilities . . . . .	3,449	4,764
Deferred revenue . . . . .	—	11,340
Current portion of long-term debt . . . . .	109,238	111,960
Total current liabilities . . . . .	<u>174,021</u>	<u>205,004</u>
Long-term debt, net of current portion . . . . .	522,808	449,421
Long-term derivative liabilities . . . . .	10,197	12,132
Deferred income tax liability . . . . .	2,010	6,523
Deferred revenue . . . . .	2,777	206,951
Other liabilities . . . . .	7,555	29,435
Redeemable interest in subsidiary . . . . .	119,998	—
Asset retirement obligations . . . . .	9,415	10,631
Total liabilities . . . . .	<u>848,781</u>	<u>920,097</u>
Commitments and contingencies		
Members' capital:		
First Wind Holdings, LLC		
Members' capital . . . . .	847,251	848,745
Accumulated deficit . . . . .	<u>(191,229)</u>	<u>(232,968)</u>
Total First Wind Holdings, LLC members' capital . . . . .	656,022	615,777
Noncontrolling interests in subsidiaries . . . . .	193,351	176,395
Total members' capital . . . . .	<u>849,373</u>	<u>792,172</u>
Total liabilities and members' capital . . . . .	<u>\$1,698,154</u>	<u>\$1,712,269</u>



January 31, 2011

Mr. Fred Todd  
Maine Land Use Regulation Commission  
17 State House Station  
Augusta, ME 04333-0017

RE: Financial Support for the Bull Hill Wind Energy Project

Dear Mr. Todd:

This letter is to provide evidence of the commitment and ability of First Wind Holdings, LLC (“First Wind”) to fund the development, construction, and operation of the approximately \$78.5 million 32MW Bull Hill Wind Project (the “Project”) to be located in Hancock County, Maine, proposed by Blue Sky East, LLC (“Blue Sky”).

Blue Sky is a wholly-owned project subsidiary of First Wind and was formed to develop, finance, construct, own and operate the Project. First Wind is funding the development of the Project through its subsidiary. First Wind is dedicated to the business of financing, constructing and operating wind power projects in Maine. First Wind has a proven track-record of financing the construction and operation of wind energy projects. First Wind currently operates seven wind energy projects across the country, with a generating capacity of 504 megawatts (MW), has five more projects currently under construction and has assets in excess of \$1.5 billion. Since 2004, First Wind has raised over \$4.5 billion including project debt financings, tax equity, corporate financings and government grants. Although First Wind intends to secure construction financing to combine with its own equity to construct the Project, the ultimate capital structure will depend on a number of factors, including market conditions at the time of financing. Some of the factors affecting the final project financing include the size of the project, the total project costs, projected power generation, and the terms of a power purchase agreement for the project output. Based on First Wind’s experience in successfully financing projects and an analysis of market conditions for purchase of the power, project costs, and anticipated average annual output, we have concluded that favorable construction financing can be secured.

Mr. Fred Todd  
Maine Land Use Regulation Commission  
January 31, 2011  
Page 2

In 2006, a member of D.E. Shaw group and an affiliate of Madison Dearborn Partners each made a significant investment in First Wind. The D.E. Shaw group is a specialized investment and technology development firm and Madison Dearborn Partners is a private equity management firm focusing on investments in basic industries, energy and power, communications, consumer, financial services and health care.

In 2006, First Wind, through an affiliate company, financed and constructed the Mars Hill wind energy project located in Mars Hill, Maine. Approximately \$22 million of the construction costs went to Maine firms and local spending. The Mars Hill wind energy project is a 42 MW facility consisting of 28 wind turbines and commenced commercial operations in March, 2007.

In 2008, First Wind, through an affiliate company, financed and began construction of the first phase of the Stetson wind energy project located in Washington County, Maine ("Stetson"). An estimated \$50 million of the construction costs was spent on Maine firms and local spending. Stetson is a 57 MW facility consisting of 38 wind turbines and became fully operational in January, 2009.

In 2009, First Wind, through an affiliate company, financed and began construction of the Stetson II wind energy project located in Washington County, Maine ("Stetson II"). An estimated \$23 million of the construction costs was spent on Maine firms and local spending. Stetson II is a 25.5 MW facility consisting of 17 wind turbines and became fully operational in March, 2010.

In December, 2010, First Wind, through an affiliate company, financed and began construction of the Rollins wind energy project located in Penobscot County, Maine ("Rollins"). Rollins is a 60 MW facility consisting of 40 wind turbines and is scheduled to be fully operational in 2011. Upon completion, we will be happy to provide estimates of the amount of construction costs spent on Maine firms and local spending.

In December, 2010, First Wind, through an affiliate company, closed a \$71.3 million construction loan and a \$4.5 million letter of credit facility for the Sheffield Wind project located in Sheffield, Vermont ("Sheffield"). Sheffield is a 40 MW facility consisting of 16 wind turbines and is scheduled to be fully operational in 2011.

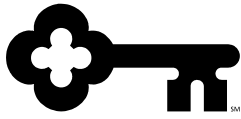
Mr. Fred Todd  
Maine Land Use Regulation Commission  
January 31, 2011  
Page 3

The foregoing should provide sufficient information about First Wind's experience and activities in wind energy and about First Wind's ability to finance the Project. However, please let me know if you require any additional information about First Wind, the Project or our plans for wind energy development in the State of Maine.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael U. Alvarez". The signature is written in a cursive, flowing style.

Michael U. Alvarez  
President and Chief Financial Officer



**KeyBank, N.A.**  
Andrew Redinger  
Managing Director and Group Head  
Utilities, Power & Renewable Energy  
OH -01-27-0623  
127 Public Square  
Cleveland, Ohio 44114  
(216) 689-4085  
(216) 357-6860 (Fax)

January 21, 2011

Mr. Donald Murphy  
Maine Land Use Regulation Commission  
22 State House Station  
Augusta, Maine 04333-0022

**RE: First Wind – Blue Sky East, LLC**

Dear Mr. Murphy:

First Wind Holdings, LLC (the “Company”) has informed KeyBank National Association that it intends to develop and construct a wind power project with up to 35 MW nameplate capacity to be located in Hancock County, Maine, proposed by Blue Sky East, LLC (“Blue Sky East” or the “Project”).

Based on our experience in providing construction and long term financing for wind energy projects and our familiarity with the financial markets generally, we are confident that, assuming the Company can (1) demonstrate the operational and engineering feasibility of its project, (2) obtain power purchase agreements from credit worthy counterparties at competitive rates, and (3) can employ appropriate equipment for the project, the Company will be able to obtain financing on market terms and conditions sufficient to cover development costs, construction financing, and other financing as necessary for the Project to reach commercial operation. Once these Project issues are addressed, we would enter into negotiations to provide a Summary of Terms and Conditions offering financing for the Project not to exceed an appropriate loan to value.

Cleveland-based KeyCorp is one of the nation's largest bank-based financial services companies, with assets of over \$95 billion. Alternative energy is a focus area for KeyBank, and we are supportive of proven wind development companies continuing to expand in the wind sector. KeyBank currently has over \$4.5 billion committed to the energy sector including commitments to some of the largest alternative energy developers in the U.S. KeyBank has recently provided construction and term financing for three other First Wind projects: the 204 MW Milford project in Utah, the 60 MW Rollins project in Maine and the 40 MW Sheffield project in Vermont.

This letter is for discussion purposes only, and is not an offer of financing or any commitment on our part, nor is it intended to be legally binding or to give rise to any legal or fiduciary relationship between KeyBank National Association or its affiliates and any other person. Such a commitment, if any, will be delivered upon receipt of all requisite internal approvals and completion of due diligence.

We hope that this letter demonstrates the high regard that KeyBank National Association has for the Company’s management and our confidence in the Company’s ability to obtain financing for the Project.

Sincerely,

Andrew Redinger  
Managing Director and Group Head  
Utilities, Power & Renewable Energy





## The First Wind Executive Team

### **Paul J. Gaynor**

**President,  
Chief Executive Officer**

#### Executive Summary

Paul J. Gaynor is responsible for the strategic direction and day-to-day management of First Wind projects in North America.

#### Career Highlights

Mr. Gaynor has more than 20 years of experience in the energy field, encompassing leadership and finance roles in the energy, power, and pipeline sectors. In addition, he has been engaged in several landmark energy and power financings across the globe.

Mr. Gaynor was formerly Chief Financial Officer of Noble Power Assets, LLC, a private equity-backed power acquisition company. Prior to that, he was the Senior Vice President and Chief Development Officer of Singapore Power Group (SP) and Chief Operating Officer of SP International (SPI).

Mr. Gaynor led a comprehensive restructuring of SP and oversaw project development and asset management at SPI. He joined SP as Senior Vice President and Chief Financial Officer, where he was responsible for all financial matters, including leading the initial public offering and introducing world-class finance practices into the organization.

From 1998 to 2000, Mr. Gaynor was the Senior Vice President and Chief Financial Officer of PSG International, a pipeline development company owned by GE Capital and Bechtel Enterprises. PSG developed, financed, built, owned, and operated gas, oil, and water pipeline systems across the globe. Mr. Gaynor assisted in the establishment of the company and oversaw financial matters. He was also responsible for acquiring a 32.5% interest in a natural gas system in Mexico and subsequently sat on the board of directors. In addition, he led the fundraising process for the \$3 billion TransCaspian Gas Pipeline project in Central Asia.

Before PSG, Mr. Gaynor was Vice President and Manager of Asia Pacific operations for GE Capital's Structured Finance Group (SFG). He was responsible for deal analysis, execution, and internal approvals, leading a team that evaluated over 20 power projects between 1994 and 1998. Mr. Gaynor also led the Group's \$400 million investment in Paiton Energy and Quezon Power, and he received internal approval for over \$1 billion of projects. He also worked at GE Capital SFG in the U.S. before moving to Asia, and he sold power plants for GE Power Systems prior to attending business school.

#### Education and Credentials

- Master of Business Administration, University of Chicago Graduate School of Business
- Bachelor of Science, Mechanical Engineering, Worcester Polytechnic Institute



## **Kurt Adams**

**Executive Vice President,  
Chief Development Officer**

### **Executive Summary**

Kurt Adams oversees the development of all First Wind's projects nationwide.

### **Career Highlights**

Prior to joining First Wind, Mr. Adams was Chairman of the Maine Public Utilities Commission from 2005 to 2008, where he served as Maine's primary regulator of transmission infrastructure. While chairman, he served as a member of the New England Conference of Public Utilities Commissions, the National Association of Regulatory Utility Commissions ("NARUC"), the NARUC Electricity Committee, the NARUC Competitive Procurement Committee and as Maine's representative on the New England State Committee on Electricity.

Prior to his position with the Maine PUC, Mr. Adams was Governor John Baldacci's chief legal counsel from 2003 to 2005.

Before joining the Governor's staff, Mr. Adams was a partner in the law firm of Bernstein, Shur, Sawyer & Nelson in Portland, Maine.

### **Education and Credentials**

- Juris Doctor from the University of Maine School of Law
- M.A. in International Affairs from The George Washington University
- B.A. Skidmore College



**Michael Alvarez**  
**Executive Vice President,**  
**Chief Operating Officer**

**Executive Summary**

Michael Alvarez is responsible for First Wind operations and asset management, as well as the firm's commercial transactions and mergers and acquisitions.

**Career Highlights**

Mr. Alvarez joined First Wind from Edison International, where he was the Vice President of Strategic Planning. Prior to Edison, he served as Executive Vice President, Chief Financial Officer, and General Counsel at Nexant Inc., a privately held San Francisco-based company that provides software and advisory services to the global energy industry.

Before Nexant, Mr. Alvarez was at PSG International in London, where he managed the development of the \$2.3 billion, 1,700-kilometer TransCaspian natural gas pipeline.

Previously, he was a senior executive at Kenetech Energy Systems Inc., successfully managing the development of electric generation projects, as well as a global operating portfolio of wind, gas, biomass, and oil-fired projects.

Mr. Alvarez began his career with the San Francisco law firm of Thelen, Marrin, Johnson & Bridges (now Thelen, Reid & Priest), where he was a partner specializing in commercial and project finance.

**Education and Credentials**

- Juris Doctor, University of Virginia
- Bachelor of Art, Economics, University of Virginia
- Trustee, California State Parks Foundation
- Member of the Bar of California, New York and Washington, D.C.



**Lori Erickson**  
**Senior Vice President**  
**Human Resources**

**Executive Summary**

Lori Erickson has overall responsibility for strategic direction of human capital needs for First Wind's workforce of more than 150 employees.

**Career Highlights**

Ms. Erickson joined First Wind in 2008, bringing over 20 years of experience in driving the HR agenda of technology and services companies of varying size and scope. Prior to First Wind, Ms. Erickson served for 4 years as the Senior Vice President of Global Human Resources at Monster Worldwide. During her tenure with Monster her focus was on providing the company with the capabilities to attract, develop, and retain the highest caliber talent in the industry and to drive organizational effectiveness and employee engagement.

Prior to Monster Worldwide, Ms. Erickson was Senior Vice President of Human Resources for StorageNetworks where she provided strategic HR direction for the emerging company during a period of rapid organic growth. She has also held a variety of Human Resource roles at Honeywell Bull, Computervision, I-Cube/Razorfish and Shiva.

**Education and Credentials**

- Bachelor of Science, Computer Science and Business Management, Franklin Pierce College



**Carol J. Grant**  
**Senior Vice President,**  
**External Affairs**

**Executive Summary**

Carol J. Grant is responsible for external affairs at First Wind, including public affairs, public relations and communications.

**Career Highlights**

Ms. Grant served as Chief of Operations for Mayor David Cicilline in the City of Providence from 2003 to 2007, leading ten departments and two strategic initiatives in the areas of neighborhood services and economic growth. She was previously vice president of human resources for Textron. From 1983 to 1997, Ms. Grant held executive positions in law, external affairs, and operations for NYNEX, including leadership of the entire business in Rhode Island. She also served as the founding Chair of the Rhode Island Airport Corporation during the period that the quasi-public organization was created and the new terminal at T.F. Green Airport was built.

Ms. Grant has held a wide variety of civic leadership roles, including Chair of the Greater Providence Chamber of Commerce and membership on the Governor's Economic Policy Council and the Board of the Rhode Island Foundation.

**Education and Credentials**

- Juris Doctor from University of Michigan School of Law
- B.A. from University of Missouri
- HONORS: Athena Award, the New England Council's Women in Leadership Award

# David Fowler

First Wind  
129 Middle Street  
3<sup>rd</sup> Floor  
Portland, ME 04101



## November 2008-Present ***Development Manager, New England***, First Wind, Portland

David Fowler has been a Development Manager for First Wind in New England since 2008, responsible for all aspects of project development, from site identification, to acquisition and permit application development. During that time, he has secured Right, Title, and Interest for more than 150MW of potential wind generation in the State of Maine. David has also secured the Right, Title, and Interest for a 58-mile generator lead. In addition to being the lead developer for the Bull Hill Wind Project, he is also the co-developer of the Oakfield Wind Project.

## 2007-1993 ***President and Owner***, Dave Fowler Builder, Inc., Casco, Maine

As President and Owner, David proved himself an accomplished professional in the acquisition, development planning and utilization of raw land for residential and commercial use. Decisive leader and results oriented individual with proven success developing and managing land parcels for multi-million dollar timber and building products company located in the Northeast. Direct experience in a wide range of land development activities including acquisition phase, creation of subdivision and infrastructure development plans, conservation and resource protection plans, all phases of local and state permitting process, supervise construction of roadways and utilities, and marketing and direct sales of finished product. David conducted contract negotiations with buyers/sellers, secured leases for non-timber assets, developed land acquisition feasibility analyses, oversaw local and state permitting process, controlled all facets of construction, developed and managed budgets and schedules, oversaw road and utility construction, developed resource/conservation plans, and managed crews of up to 50 people.

## 2007-2005 ***Non Timber Asset Manager***, Hancock Land Company, Casco, Maine

## 1993-1987 ***Project Manager, Account Manager***, Hancock Land Company, Casco, Maine

Managed construction budgets and schedules, oversaw daily construction operations, managed multiple projects, served as a master carpenter, developed and maintained relationships with trades and professionals, interfaced with local and state officials, and controlled all phases of construction.

## **EDUCATION**

A.A. Forestry Management, University of Maine, Orono, 1981

A.A. Business Management, University of Maine, Orono, 1981

# Geoffrey West

First Wind  
129 Middle Street  
3<sup>rd</sup> Floor  
Portland, ME 04101



November 2008-Present ***Environmental Permitting and Compliance Manager***, First Wind, Portland

- Currently manage First Wind's permitting and due diligence efforts for Grid-Scale Wind Development in Maine.

January 2007-November 2008 ***Environmental Specialist (I)***, Juno Environmental Services, FPL Energy, Juno Beach, FL

- Managed Permitting and due diligence for natural gas, wind, and transmission projects in the Midwest.

September 2004-January 2007 ***Environmental Specialist (II)***, Everglades Mitigation Bank, Corporate Real Estate, Florida Power and Light Company (FPL), Juno Beach, FL

- Managed restoration of mitigation banks and conducted functional wetland assessments for the sale of mitigation credits for obtaining USACE 404 and Environmental Resource Permits while brokering credit sales with permit applicants.

July 2002-September 2004 ***Environmental Scientist***, Everglades Division, Southern Restoration Department, South Florida Water Management District (SFWMD), West Palm Beach, FL

- Managed the construction of the Loxahatchee Impoundment Landscape Assessment (LILA) research facility developed to evaluate the success of the Comprehensive Everglades Restoration Plan (CERP).

Nov. 2000-July 2002 ***Senior Scientific Associate***, Site Management, Ecological Technologies Division, Northern Restoration Department, South Florida Water Management District, West Palm Beach, FL

- Assisted in the daily operation of Stormwater Treatment Facilities (>4000 acres) developed to treat agricultural runoff.

June 2000-November 2000 ***Field Intern***, Florida Power and Light

- Conducted a retrospective analysis of mercury content in Raccoons in the Everglades.

1999-2000 ***Interpretive Guide, Florida Power and Light, Indian Town, FL***

- Guided interpretive, ecological tours through the Barley Barber Cypress Swamp as part of a private/public partnership between Florida Power and Light and the Seminole Country Inn.

## EDUCATION

B.S. Biology, University of the South, 1999

M.S. Environmental Engineering Sciences, University of Florida, 2008

Mr. Barnes is a recognized expert in environmental regulations and permitting, with more than 20 years experience in the regulatory field. As a former Deputy Commissioner of the Maine Department of Environmental Protection (Maine DEP), Mr. Barnes offers Stantec clients unparalleled practical expertise in evaluating critical permitting issues for projects, developing permit applications, conducting negotiations with state and federal agencies, and assisting in expert witness testimony preparation.

Mr. Barnes' 15 years of experience at the Maine DEP included extensive work in enforcement, policy analysis, compliance monitoring, policy development and implementation, licensing, rulemaking, leadership development, and organizational change. In addition to his regulatory experience, he served on the Governor's Alternative Dispute Resolution Task Force, as Acting Chief Counsel to Governor King and was a Leadership Instructor for the Maine Management Institute, building professional leaders and managers in state government.

#### PROFESSIONAL EXPERIENCE

- Stantec Consulting. 2007-present. Senior Project Manager.
- Woodlot Alternatives, Inc. 2006-2007. Project Manager.
- Maine DEP. 1998-2003. Deputy Commissioner.
- Office of Governor Angus S. King, Jr., Maine. 2002. Acting Chief Legal Counsel.
- Maine DEP. 1995-1998. Director, Policy Development & Implementation.
- Maine DEP. 1990-1995. Director, Enforcement and Procedures.
- Maine DEP. 1988-1990. Chief Policy Analyst.
- Sherman, Sandy and Lee. 1987-1988. Associate Attorney.

#### EDUCATION

JD, University of Maine School of Law, Portland, Maine, 1986

BA, Sociology, University of Southern Maine, Portland, Maine, 1983

#### REGISTRATIONS

Attorney #3347, Maine State Bar Association

#### PROFESSIONAL ASSOCIATIONS

Member, Maine Management Service

Board of Directors, Environmental & Energy Technology Council of Maine

#### PROJECT EXPERIENCE

##### **Facility Siting and Permitting**

Bangor Landing Coal Tar Cap, Bangor, Maine

*Senior Project Manager responsible for overseeing preparation of environmental surveys and a Section 7 biological assessment for salmon and shortnosed sturgeon. These work products were prepared for applications to the Maine Department of Environmental Protection and the U.S. Army Corps of Engineers for dredging and capping coal tar deposits in the Penobscot River. He provided regulatory contact and strategic management of the permitting and natural resources agency review. This project was completed in late-2009.*



## Brooke E. Barnes

Senior Project Manager, Regulatory Specialist

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### **Line 56 Project, Maine**

Senior Project Manager responsible for completing all siting and natural resource permitting simultaneously with the Stetson Wind Project for a 38-mile long, 115-kilovolt transmission line running through 6 townships. The purpose of the Line 56 Project was to connect the (then) proposed Stetson Wind Project with an existing substation in Chester, Maine. Permitting efforts included drafting and submitting Maine Department of Environmental Protection, U.S. Army Corps of Engineers, Land Use Regulation Commission, and local permit applications and answering all regulatory agency questions regarding these applications. He participated in all public meetings to address comments and questions from local citizens; provided strategic regulatory advice to the client; and oversaw the extensive natural resource surveys necessary to acquire information for inclusion in the permit applications. Following acquisition of the necessary permits, he oversaw resource demarcation (i.e., marking previously identified wetlands, vernal pools, and other significant natural resources) and provided environmental compliance support during the construction process. Line 56 is fully operational.

### **Lowes Home Improvement Centers, Ellsworth, Thomaston, and Brewer, Maine**

Senior Project Manager responsible for coordinating all wetland permitting, wetland mitigation design, and wetland mitigation monitoring for three commercial developments resulting in nearly 10 acres of wetland impacts. Annual monitoring is conducted in order to determine the success of three mitigation sites. Monitoring efforts include providing reports to state and federal regulatory agencies as a condition of the three permits issued. Permits from the Maine Department of Environmental Protection and the U.S. Army Corps of Engineers were obtained in 2006, the stores were constructed in 2007, and the second of five monitoring years was successfully completed.

### **Penobscot River Module Facility, Brewer, Maine**

Senior Project Manager responsible for developing an Endangered Species Act-compliant biological assessment and mitigation plan and completing natural resource permitting in association with a 10-acre area of sediment containing visible tar at a paper mill demolition site in Bangor, Maine. The purpose of the assessment and mitigation plan was to remediate the site in order to obtain permits for the construction of a module facility at this site. Permitting efforts including submitting Maine Department of Environmental Protection and U.S. Army Corps of Engineers permit applications. He was instrumental in reducing the typical turn-around time for application review, as permits were obtained in mid-2009 within 30 days of application submittal.

### **Cabela's Commercial Development, Scarborough, Maine**

Senior Project Manager responsible for natural resource permitting associated with a mixed-use retail and commercial development on 73 acres, anchored by a 130,000-square foot Cabela's retail store, the first in the State of Maine. Permitting efforts included drafting and submitting Maine Department of Environmental Protection, U.S. Army Corps of Engineers, and local permit applications and answering all regulatory agency questions regarding these applications. Cabela's, as well as the restaurants, banks, and hotel on-site, have been operational since 2007.

### **Wind Farm Development**

#### **Oakfield Wind Project, Oakfield, Maine**

Senior Project Manager responsible for all siting and natural resource permitting for a 34-turbine wind project encompassing 600 acres, including 12 miles of collector line, capable of generating 51 megawatts of renewable energy. Permitting efforts included drafting and submitting Maine Department of Environmental Protection, U.S. Army Corps of Engineers, and local permit applications and answering all regulatory agency questions regarding these applications. He also participates in all public meetings to address comments and questions from local citizens; provides strategic regulatory advice to the client; oversees the extensive natural resource surveys necessary to acquire information for inclusion in the permit applications; and manages a budget in excess of 1.1 million. The project is expected to be fully operational in 2011.

## Brooke E. Barnes

Senior Project Manager, Regulatory Specialist

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### **Stetson II Wind Project, Washington County, Maine**

*Senior Project Manager responsible for obtaining all federal, state, and local permits for a 60-million dollar wind project consisting of 17 turbines along mountain ridgelines and a 32,183-linear foot collector line connecting this project to the Stetson Wind Project. Permitting efforts included drafting and submitting Land Use Regulation Commission, Maine Department of Environmental Protection, and Maine Department of Transportation permit applications. He participated in all public meetings to address comments and questions from local citizens; managed subcontractors, provided strategic regulatory advice to the client, oversaw the natural resource surveys for the siting and permitting of the project, and handled a nearly half-million dollar budget. This project is currently under construction and is expected to be fully operational in early 2010.*

### **Rollins Wind Project, Penobscot County, Maine**

*Senior Project Manager and Prime Subcontractor Manager responsible for permitting and design of an extensive 60-megawatt wind project consisting of 40 turbines, 2 transmission lines, an electrical substation, and an operations and maintenance building. Permitting efforts included drafting and submitting Maine Department of Environmental Protection, Maine Department of Transportation, U.S. Army Corps of Engineers, and local permit applications; and addressing agency questions and concerns, including those of the U.S. Fish and Wildlife Service regarding impacts to eagles. The results of these discussions in turn influenced the siting and permitting efforts of future wind projects. He participated in all public meetings to address comments and questions from local citizens; provided strategic regulatory advice to the client, oversaw the natural resource surveys for the siting and permitting of the project, and managed a 1.4-million dollar budget. Permits for the Rollins Wind Project were obtained in 2009, and the project expects to be operational in 2011.*

### **Stetson Wind Project, Washington County, Maine**

*Senior Project Manager responsible for all siting and natural resource permitting for a 38-turbine, 57-megawatt wind project located along the Stetson Ridgeline. Permitting efforts included drafting and submitting Maine Department of Environmental Protection, U.S. Army Corps of Engineers, Land Use Regulation Commission, and local permit applications and answering all regulatory agency questions regarding these applications. He participated in all public meetings to address comments and questions from local citizens; provided strategic regulatory advice to the client; oversaw the extensive natural resource surveys necessary to acquire information for inclusion in the permit applications; and managed a budget in excess of 1.5 million. Following acquisition of the necessary permits, he oversaw resource demarcation (i.e., marking previously identified wetlands, vernal pools, and other significant natural resources) and provided environmental compliance support during the construction process. The Stetson Wind Project is fully operational.*

Mr. Gravel is a Project Manager at Stantec responsible for coordinating ecological inventories and environmental resource evaluations, including wildlife surveys, avian and bat impact evaluations, and habitat studies. Mr. Gravel has most recently been involved in organizing and conducting large-scale natural resource investigations associated with wind power and transmission projects. He has provided permitting and expert testimonial support to several New England wind projects and managed Stantec's New England based wildlife biologists. His field biology experience has allowed him to conduct avian radar surveys, breeding-bird surveys, winter track surveys, bat surveys, raptor surveys, and natural community surveys in Maine, New Hampshire, Vermont, Pennsylvania, Ohio, West Virginia, Virginia, and New York. Mr. Gravel takes an innovative, solution oriented approach to survey design and implementation which has enabled Stantec to conduct ecological surveys in some of the Northeast's most remote and challenging locations.

#### PROFESSIONAL EXPERIENCE

- Stantec Consulting. 2007-present. Project Manager.
- Woodlot Alternatives, Inc. 2004-2007. Project Manager.
- New Hampshire Division of Forests and Lands. 2003. Field Research Technician.
- University of New Hampshire. 2002-2003. Research Lab Technician.
- University of New Hampshire. 2002. Field Research Assistant.

#### EDUCATION

BS, Wildlife Management, University of New Hampshire, Durham, New Hampshire, 2003

40-hour HAZWOPER Certified, OSHA, Topsham, Maine, 2009

#### REGISTRATIONS

Certified Wildlife Biologist, The Wildlife Society

#### PROJECT EXPERIENCE

##### **Natural Resource Services**

Georgia Mountain Community Wind Project, Milton, Vermont

*As Project Manager for this proposed 4.5 megawatt wind project, Mr. Gravel coordinated a nocturnal migration study using X-band radar. He also provided support for the Section 248 process, including participation in meetings with Vermont Agency of Natural Resources biologists and development of a work scope for nocturnal radar surveys. Mr. Gravel prepared and submitted pre-filed testimony and responses to discovery requests, and he provided expert witness testimony during subsequent evidentiary hearings before the Vermont Public Service Board.*

# Adam J. Gravel

Project Manager, Certified Wildlife Biologist

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## Groton Wind Project, Grafton County, New Hampshire

*Mr. Gravel is Project Manager for the proposed Groton Wind Project, which will consist of up to 25 2.0 MW turbines on the forested ridges of Tenney and Fletcher Mountains in the Sunapee Uplands of New Hampshire. He has coordinated numerous studies to address wildlife-related issues present in the vicinity of the project, including avian radar studies, acoustic bat surveys, and Breeding Bird Surveys (BBS) using the United States Fish and Wildlife Service BBS methods. Mr. Gravel worked with the New Hampshire Fish and Game Department to develop protocol and perform spring and fall raptor surveys, and collaborated with New Hampshire Audubon to conduct monitoring of peregrine falcons near the project area. He was involved in the drafting of an avian risk assessment that evaluated the potential impacts to birds and bats as a result of the project and provided expert witness testimony and support during the New Hampshire Site Evaluation Committee process.*

## Highland Wind Project, Somerset County, Maine

*Highland is a proposed wind energy facility consisting of 48 turbines. Mr. Gravel acted as Technical Lead during the planning process and was responsible for wildlife studies including nocturnal radar migration surveys, acoustic bat surveys, raptor migration surveys, and rare threatened or endangered species surveys. He acted a liaison between the client and state and federal resource agencies to develop work plans and avoidance and minimization measures during the planning phase of the project. Mr. Gravel also assisted in generating permit application materials for the project.*

## Mars Hill Wind Farm, Aroostook County, Maine

*Mars Hill is a 28 turbine wind energy facility situated on a low-elevation ridge in Aroostook County, Maine. Mr. Gravel acted as Technical Lead during the planning process and was responsible for avian and bat studies including nocturnal radar migration surveys, acoustic bat surveys, raptor migration surveys, and morning bird stopover surveys. He also assisted in the design of a post-construction avian and bat monitoring program.*

## Wind Farm Development Bird and Bat Surveys and Impact Studies, Mid-Atlantic, New England, Pennsylvania, Ohio, and New York

*Mr. Gravel has managed and conducted pre-construction wildlife impact assessments at proposed wind energy projects at multiple sites in the Mid-Atlantic, New England, Pennsylvania, Ohio, West Virginia and New York. These assessments include habitat analyses, critical issues analyses, nocturnal migration surveys using marine radar, acoustic bat surveys, breeding bird surveys, raptor migration surveys, and ecological community characterizations. Mr. Gravel has effectively served as liaison between clients and regulatory agencies to ensure that studies and monitoring plans are in accordance with federal and state guidelines. Study results and determinations of risk have been provided to clients to assist with their project planning and permit applications in compliance with applicable local, state, and federal natural resource regulations. Mr. Gravel has also provided expert witness testimony for projects in Vermont and New Hampshire.*

## Hounsfield Wind Farm, Galloo Island, New York

*As Project Manager for the nocturnal migration surveys conducted to determine site suitability for this proposed wind energy project located on Galloo Island in Lake Ontario. Mr. Gravel negotiated and designed a marine radar survey reflective of the unique location of this island site. Solutions to transport, maintenance, and site coverage were carefully determined in order to produce one of the most extensive migration surveys to date, successfully documenting avian abundance, flight patterns, and flight altitudes surrounding the site. Mr. Gravel and his project team were praised for their thoroughness and insights provided to state agencies.*

# Adam J. Gravel

Project Manager, Certified Wildlife Biologist

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## Granite Reliable Wind Park, Coos County, New Hampshire

*Mr. Gravel has acted as the Project Manager on this long-term project, supervising and conducting a variety of natural resource surveys to assess potential concerns raised by the proposed project. Surveys included several seasons of nocturnal radar surveys, wetland and vernal pool reconnaissance surveys, multiple seasons of acoustic bat surveys, rare plant surveys, a raptor migration survey, and a Natural Community Characterization. A winter track survey was also conducted within the project site to document occurrence of American marten (State Threatened) and Canada Lynx (Federally Threatened). Mr. Gravel gave several agency presentations to summarize the multiple seasons of environmental surveys and their implications for the project and he has provided expert witness testimony regarding the work conducted at the site.*

## Stetson Mountain Wind Farm, Washington County, Maine

*Stetson is a 57 MW generation facility consisting of 38 turbines on a 6.5-mile, low-elevation ridge in Washington County, Maine. Mr. Gravel acted as Technical Lead responsible for avian and bat studies during the planning process and assisted in the design of a post-construction avian and bat monitoring program.*

## Lempster Wind Project, New Hampshire

*As the Project Manager, Mr. Gravel was responsible for coordinating and conducting environmental surveys and providing permitting support for this 24 MW wind project, the first in New Hampshire. Tasks included developing and negotiating work plans with agencies, performing avian and bat studies, rare species investigations, vernal pool surveys, and providing testimonial support. Mr. Gravel was also involved in the initial development of post-construction bird and bat monitoring protocols for the project.*

## Record Hill Wind Farm, Maine

*Mr. Gravel acted as Project Manager for the Record Hill wind project, which is a 22-turbine, 55 MW wind project on a forested ridge environment in the western mountains of Maine. For this project, he coordinated planning and feasibility studies, wetland delineations, wildlife impact studies, noise and visual impact assessments, and helped to coordinate all state and Federal environmental permitting.*

# Adam J. Gravel

Project Manager, Certified Wildlife Biologist

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## PUBLICATIONS

Pelletier, S.K., G.C. Kendrick, T.S. Peterson, and A.J. Gravel. Atlantic Offshore Bird & Bat Pilot Study: 2009 Results. *Poster Presentation at AWEA Offshore Energy Conference, Atlantic City, New Jersey, 2010.*

Giumarro, G. and A. Gravel. Assessing The Risk Of Avian And Bat Mortality At Commercial Wind Farms. *Presentation at the Windpower 2009 Conference and Exhibition, Chicago, Illinois, 2009.*

Pelletier, S., G. Kendrick, G. Giumarro, T. Peterson, and A. Gravel. Gulf of Maine Offshore Bat and Bird Project. *Poster Presentation at AWEA Offshore Energy Conference; Boston, Massachusetts, 2009.*

Pelletier, S.K., A.J. Gravel, and T.S. Peterson. Nocturnal avian flight heights relative to risk of collision with wind turbines. *Poster presentation at the NWCC Wind Wildlife Research Meeting VII in Milwaukee, Wisconsin, 2008.*

Pelletier, S.K., C.W. Meinke, T.S. Peterson, and A.J. Gravel. 2008. Radar and acoustic bat surveys in pre and post-construction bird and bat mortality monitoring. *Poster presentation at the 2008 American Wind Energy Association conference in Los Angeles, California, 2008.*

Gravel, A. Windpower and Wildlife an Overview of Pre-construction Survey Methods and Results. *Presentation to State and Federal Natural Resource Agencies, 2008.*

# Dale F. Knapp

Senior Project Manager, Wetland Scientist, Soil Scientist



Mr. Knapp is a Senior Project Manager and the Director of the Water Resources Division at Stantec. His primary responsibilities include staff management, project administration and management, ecological field surveys, strategic planning for permitting, and report preparation. In addition to managing and implementing large scale permitting and restoration projects, Mr. Knapp has conducted a variety of field biological sampling efforts to determine risk to ecological receptors and water quality determinations. He has also provided expert witness testimony regarding the findings of various ecological field surveys. Mr. Knapp also has extensive experience in soil mapping, morphology, and subsurface wastewater design.

Under Mr. Knapp's direction, the Water Resources Division performs wetland delineations, vernal pool surveys, threatened and endangered species surveys, ecological community characterizations, permitting, biological assessments, environmental planning, fish and wildlife surveys, wetland mitigation and compensation, project management and document preparation in accordance with the state and federal regulatory agencies.

## PROFESSIONAL EXPERIENCE

- Stantec Consulting. 2007-present. Senior Project Manager, Director of Water Resources.
- Woodlot Alternatives, Inc. 2005-2007. Project Manager.
- Corinne Leary. 2002-2005. Field Scientist.
- Leary Soil Works. 2001-2002. Construction.

## EDUCATION

BA, University of Maine, Orono, Maine, 2003

Preserving the Wetland Landscape - Tools for Successful Mitigation, Grappone Center, Concord, New Hampshire, 2006

Subsurface System Inspector, Joint Environmental Training Coordination Committee, Portland, Maine, 2006

Hydric Sandy Soils Workshop, Maine Association of Professional Soil Scientists, Scarborough, Maine, 2006

Basic and Advanced Erosion Control Practices, Maine Non-point Source Training and Resource Center, Portland, Maine, 2007

40-Hour HAZWOPER Certification, OSHA, Topsham, Maine, 2010

## REGISTRATIONS

Onsite Sewage Disposal System Inspector #523, State of Maine, An Office of the Department of Health and Human Services - Subsurface Wastewater Program

Apprentice Wetland Scientist #WSA-18, New Hampshire Joint Board

Licensed Site Evaluator #386, State of Maine, An Office of the Department of Health and Human Services - Subsurface Wastewater Program

Enviro-Septic Certified #5058MEES, Presby Environmental Inc.

## PROFESSIONAL ASSOCIATIONS

Vice President, Maine Association of Site Evaluators

# Dale F. Knapp

Senior Project Manager, Wetland Scientist, Soil Scientist

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Member, New Brunswick Environment Industry Association

Member, Society of Wetland Scientists

Professional Member, Society of Soil Scientists of Southern New England

President, Maine Association of Wetland Scientists

Recognized Wetland Delineator, New Brunswick Department of Environment

Member, Association of State Wetland Managers

Member, Maine Association of Professional Soil Scientists

## PROJECT EXPERIENCE

### Natural Resource Services

#### Pine Tree Landfill Restoration Project, Hampden, Maine

*Senior Project Manager responsible for conducting natural resource surveys and developing and implementing a restoration plan to repair and rehabilitate habitat affected by an incidental release of liquid material of unknown composition from a gas-to-energy recovery system at the Pine Tree Landfill.*

#### Rollins Wind Project, Penobscot County, Maine

*Senior Project Manager responsible for organizing and managing all natural resource surveys for an extensive 60-megawatt wind project consisting of 40 turbines, 2 transmission lines, an electrical substation, and an operations and maintenance building. He also helped address agency questions and concerns, including those of the U.S. Fish and Wildlife Service regarding impacts to eagles and oversaw the QA/QC of natural community mapping and permitting efforts, which included Maine Department of Environmental Protection, U.S. Army Corps of Engineers, and local permit applications. The project is expected to be fully operational in 2010.*

#### Oakfield Wind Project, Oakfield, Maine

*Senior Project Manager responsible for organizing and managing all natural resource surveys for a 34-turbine wind project encompassing 600 acres, including 12 miles of collector line, capable of generating 51 megawatts of renewable energy. Survey efforts included wetland delineations, vernal pool surveys, and rare, threatened and endangered species plant and wildlife surveys. He also oversaw the QA/QC of natural community mapping and permitting efforts, which included Maine Department of Environmental Protection, U.S. Army Corps of Engineers, and local permit applications. The project is expected to be fully operational in 2010.*

#### Old Port Village Peer Review, Kennebunkport, Maine

*Senior Project Manager. Reviewed documents filed by the applicant as they pertained to natural resource impacts associated with a proposed subdivision and the presence or absence of rare, threatened, and endangered (RTE) species that may occur within the proposed project area. Work done on behalf of an abutting property owner to the proposed development.*

#### Penobscot River Restoration Natural Resource, Penobscot County, Maine

*Technical Lead. Coordinated and participated in natural resource assessment of three dam impoundments along a 10-mile stretch of the Penobscot and Piscataquis Rivers. Characterized existing ecological resources and collected existing infrastructure information. Tasks included wetland reconnaissance, site specific delineation and Function Value Assessments along the backwater of all three impoundments. In addition, coordination of invasive/exotic plant management and supporting development of ecological changes post removal.*

#### Wind Farm Development Surveys and Risk Assessments, Maine

*As Senior Project Manager, Mr. Knapp has managed preconstruction wind farm development surveys and assessments at multiple sites throughout Maine. These assessments include site prospecting for wind farm sites, landscape analyses, fatal flaws, and ecological community characterization.*



# Dale F. Knapp

Senior Project Manager, Wetland Scientist, Soil Scientist

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## Hoosac Wind Project, Massachusetts

*Field Manager/Senior Project Manager. Conducted a series of wetland delineations in concert with other environmental team members. Field surveys included confirming mapped wetlands and other natural communities and delineating the boundaries of wetlands, streams, and other natural resource features. He also conducted extensive botanical field surveys within the project area to determine if any state- or federal-listed rare plant species were present.*

## Cabelas Retail Development, Scarborough, Maine

*Wetland Scientist. Conducted wetland delineations and vernal pool surveys. Completed a systematic mitigation site search through several counties in support of permitting efforts.*

## Highland Wind, Maine

*Senior Project Manager responsible for the organization and management and oversaw the QA/QC of the wetland delineations, vernal pool surveys, natural community mapping, and RTE plant and wildlife surveys conducted on an approximately 1,500-acre project area.*

## Line 56, Maine

*Senior Project Manager responsible for organization and management of all natural resource work along more than 50 miles of transmission line corridor.*

## Maine Power Connection Transmission Corridor, Maine

*Senior Project Manager responsible for the organization and management and oversaw the QA/QC of the wetland delineations, vernal pool surveys, natural community mapping, and RTE plant and wildlife surveys conducted along over 140 miles of existing and proposed power line corridor between Haynesville and Chester, Maine.*

## Grand Manan Wind Farm Phase I, New Brunswick

*Senior Project Manager responsible for organization and management of all wetland delineations and impact assessments for a 20 MW wind project covering 250 acres on the island of Grand Manan.*

## Stetson Wind Farm, Maine

*Field Manager and Permitting Support. Responsible for completing natural resource surveys on a 1,300-acre project area for this 24 MW wind project. Mr. Knapp functioned as field leader responsible for leading teams of 4-6 person crews. Studies included wetland delineations, vernal pool surveys, natural community mapping, and RTE plant and wildlife surveys. Assisted in the completion of required state and federal permit applications filed in support of the project.*

## Record Hill Wind Farm, Roxbury, Maine

*Senior Project Manager supporting the Record Hill wind project, which is a 22-turbine, 55 MW wind project on a forested ridge environment in the western Maine mountains. This project has included planning and feasibility studies, wetland delineations, wildlife impact studies, noise and visual impact assessments, and coordination of all state and Federal environmental permitting.*

## Redington Wind Farm, Maine

*Field Manager and Permitting Support. Responsible for completing natural resource surveys on a 1,700-acre project area. Functioned as field leader responsible for leading teams of 4-6 person crews. Studies included wetland delineations, vernal pool surveys, natural community mapping, and RTE plant and wildlife surveys. Assisted in the completion of required state and federal permit applications filed in support of the project.*

# Dale F. Knapp

Senior Project Manager, Wetland Scientist, Soil Scientist

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## PUBLICATIONS

Emerson, B., D. Knapp, and G. Carpentier. Potential Alteration of Wetland Functions and Values from Dam Removal. *Poster presented at New England Water Environment Association 2010 Annual Conference, Boston, Massachusetts, 2010.*

Emerson, B., D. Knapp, J.D. DeGraaf, and G. Carpentier. Potential Impacts to Wetland Functions and Values from Dam Removal. *Poster presented at The Diadromous Species Restoration Research Network Science Meeting, University of Maine, Orono, Maine, 2009.*

Presentation: The Dirty Side of Wetland Science. *Distinguished Speaker Series: University of Maine Fort Kent, Fort Kent, Maine, 2009.*

Guest Lecturer: College Level Course PSE 413/PSE 533 Wetland Delineation and Mapping. *University of Maine, Orono, Maine, 2009.*

Guest Lecturer: College Level Course PSE 413/PSE 533 Wetland Delineation and Mapping. *University of Maine, Orono, Maine, 2008.*

Workshop: Hydric Soil Determination. *Stantec Consulting, 2007.*

Guest Lecturer: College Level Course PSE 413/PSE 533 Wetland Delineation and Mapping. *University of Maine, Orono, Maine, 2007.*

Workshop: Intro to Soil Science. *Stantec Consulting, 2006.*



**Brett C. Hart, P.E.**

**Project Manager**

**Engineering, Survey, & Utilities Division**

Brett Hart joined the James W. Sewall Company in 1999 offering a strong background in site design and surveying. Mr. Hart brings to Sewall 11 years of experience in site development and permitting, traffic and transportation engineering, roadway and intersection design, and stormwater management. Recently, Brett has been responsible for managing four wind turbine road and site design projects located within the State of Maine.

**EDUCATION**

B.S., Bio-Resource Engineering Technology, University of Maine, Orono  
Traffic and Transportation Engineering Seminar, Northwestern University, Evanston Illinois

**PROFESSIONAL LICENSES AND AFFILIATES**

Licensed Professional Engineer, Maine #10658  
Treasurer, American Council of Engineering Companies of Maine

**RELEVANT EXPERIENCE**

*Kibby Wind Power Project, Kibby & Skinner Townships, Maine.* Project Manager for civil road and site design for the 132-megawatt (MW) wind farm including 44 Vestas V90 3.0-MW wind turbine generators. Initially responsible for value-engineering existing design to improve project constructability and reduce overall construction costs. Ultimately responsible for oversight and development of new design plans and Land Use Regulation Commission (LURC) permitting submittals for the Owner's revised turbine layout. Review required by LURC. Project is under construction.

*Record Hill Wind Project, Roxbury, Maine.* Project Manager for civil road and site design for a proposed 50.6-megawatt (MW) wind farm including 22 Siemens SWT 2.3-MW wind turbine generators. Responsible for oversight and development of project design plans and Maine Department of Environmental Protection (MDEP) permitting submittals. Review required by MDEP. Project is under construction.

*Highland Wind Project, Highland Plantation, Maine.* Project Manager for civil road and site design for a proposed 128.6-megawatt (MW) wind farm including 48 wind turbine generators. Responsible for oversight and development of project design plans and Land Use Regulation Commission (LURC) permitting submittals. Review required by LURC and MDEP. Permit application pending.

*Rollins Wind Project, Penobscot County, Maine.* Project Manager for civil road and site design for a proposed 60-megawatt (MW) wind farm including 40 General Electric 1.5-MW wind turbine generators. Responsible for value-engineering existing design to improve project constructability and reduce overall construction costs as well as oversight and development of final construction plans. Project is nearing construction.



*The Widewaters Group, Offsite Mitigation, Bangor, Maine.* Project Manager responsible for design of offsite mitigation improvements for approximately one-half mile of Stillwater Avenue. Project included roadway widening, signalization, underdrain system installation, utility relocation, and Right of Way acquisition. Review required by the City of Bangor and the Maine Department of Transportation. Project is complete.

*Wal-Mart Real Estate Business Trust, Offsite Mitigation, Bangor, Maine.* Senior Consultant to Sewall Project Team responsible for design of offsite mitigation improvements for portions of Stillwater Avenue and Hogan Road. Project included roadway widening, signalization, underdrain system installation, utility relocation, and easement/right of way acquisition. Review required by the City of Bangor and the Maine Department of Transportation. Project is under construction.

*First Hartford Realty Corporation, Triangle Center Offsite Mitigation, Bangor, Maine.* Project Manager responsible for design of offsite mitigation improvements for portions of Stillwater Avenue. Project included roadway widening, signalization, underdrain system installation, utility relocation, and easement/right of way acquisition. Review required by the City of Bangor and the Maine Department of Transportation. Project is under construction.

*Traffic Impact Analysis.* Performed numerous traffic impact analyses per municipal ordinance requirements for development projects located throughout the State of Maine.

*Traffic Movement Permits.* Drafted and contributed to numerous Maine Department of Transportation traffic movement permit application sections 1 through 6 and section 7 for projects located throughout the State of Maine.

*Pleasant Point Passamaquoddy Tribe, Pleasant Point, Maine.* Development of a 20 year Long Range Transportation Plan for the Passamaquoddy Tribe utilizing Federal Highway Administration guidelines. Review required by the Bureau of Indian Affairs. Project is complete.

*Downeast Heritage Center – Downtown Revitalization, Calais, Maine.* Site and road reconstruction design for a downtown revitalization museum and community center in conjunction with Lewis & Malm Architecture. Project included site layout, upgrading the stormwater collection system, and road reconstruction for approximately 1,000 feet of Union Street. Review required by the Maine Department of Transportation. Project is complete.

*Pleasant Point Passamaquoddy Tribe, Pleasant Point, Maine.* Design of a 2.6-mile shared use bicycle/pedestrian path along an abandoned Maine Central Railroad Line. Review required by Maine Department of Transportation. Project is complete.

*Pleasant Point Passamaquoddy Tribe, Perry, Maine.* Design of a new residential subdivision including a 0.7-mile long road, sewer and water infrastructure, and site layout of 28 housing units. Review required by Bureau of Indian Affairs, Indian Health Services, USDA Rural Development, and the Federal Highway Administration. Project is complete.



## Jefferson Davis, Jr., LEED® AP Graduate Landscape Architect / Engineering Technician

Mr. Davis joined Sewall in 2010. Jeff has five years experience performing many site development tasks including site planning and design, grading and drainage, stormwater modeling and landscape design. Jeff has assisted with traffic/highway engineering, including road layout, highway/intersection improvements, and quantity take-offs and pricing.

### **EDUCATION**

B.S., Landscape Architecture, University of Massachusetts, Amherst, 2005

### **CERTIFICATION**

LEED Accredited Professional

### **AFFILIATIONS**

American Society of Landscape Architects, Associate member, 2005 – present

Maine Society of Landscape Architects, 2005 - present

### **RELEVANT EXPERIENCE**

#### **2010 - Present, James W. Sewall Company**

##### ***Graduate Landscape Architect / Engineering Technician***

Mr. Davis's responsibilities include, but are not limited to, assisting the engineering department with the design and development of construction drawings and specifications for transportation and land development projects.

#### **2005 - 2010, AMES A/E Architects and Engineers**

##### ***Graduate Landscape Architect, Civil Engineering Technician, Survey Technician and IT Support***

Performed site development tasks including site planning and design, grading and drainage, stormwater modeling, and landscape design. Assisted the engineering department with traffic/highway engineering projects. Assisted the survey department with boundary, topography, and site layout.

##### ***Past Projects***

*Cedar Breeze North, Glenburn, Maine* – Assisted in the design and development of construction documents for approximately 1 mile of roadway reconstruction.

*Bangor Gas, Bangor, Maine* – Assisted in providing design and permitting plans for 1 mile of new gas main along Union Street in Bangor, Maine.



*West Market Square, Bangor, Maine* – Assisted in the design and development of presentation plans and graphics, and construction documents for the renovation of a public park in downtown Bangor.

*Odlin Road Pedestrian Study, Bangor, Maine* – Assisted in conducting pedestrian counts, conceptual design plans and probable cost estimates for pedestrian accommodations along a 2,500 foot portion of Odlin Road.

**May - August 2004, The Greenworks**

***Design/Build***

Responsible for executing multiple landscape tasks as a Forman overseeing five to six laborers. Cooperated and collaborated with cliental. Participated in analysis and redesign of proposals for landscaping.

**Farley & Sons Landscaping**

***Construction / Maintenance***

Performed all tasks necessary to maintain landscaping. One of three laborers who performed stone and masonry projects.

**COMMUNITY INVOLVEMENT**

Town of Stockton Springs - Planning Board of Appeals, 2007-2008

Town of Stockton Springs - Parks and Recreation

Town of Stockton Springs – Citizen Volunteer

# Jodi O'Neal, EI, CPESC

## Staff Engineer

Mrs. O'Neal joined the James W. Sewall Company in January of 2007. She has eight years of experience in engineering design and permitting. Her primary focus is in wind power, commercial/retail development and subdivision design which includes site and utility design, stormwater management, and environmental and construction related permitting.

### **EDUCATION**

BS in Civil Engineering, University of Maine, Orono, 2002

### **PROFESSIONAL CERTIFICATION**

Engineer Intern

Certified Professional in Erosion and Sediment Control #3888

### **RELEVANT EXPERIENCE**

#### ***STAFF ENGINEER***

*Stormwater Design and Analyses* Successfully designed and permitted many stormwater systems for many different types of sites from complex wind power projects, commercial developments, subdivisions and mining operations to small site reconfigurations throughout the state. She uses the existing grade of the land to accomplish stormwater treatment to the best extent possible. This preserves the natural beauty of the site and minimizes development costs.

*Kibby Wind Power Project, Kibby & Skinner Townships, Maine.* Stormwater analysis, erosion and sedimentation control and permitting for civil road and site redesign for proposed 132MW wind farm including 44 Vestas V90 3.0MW wind turbine generators. Permitting was done through the Maine Land Use Regulation Commission

*Record Hill Wind Project, Roxbury, Maine.* Stormwater analysis, erosion and sedimentation control and permitting for civil road and site redesign for proposed 50.6MW wind farm including 22 Siemens 23MW wind turbine generators. Permitting was done through the Maine Department of Environmental Protection for a Site Location of Development Act permit.

*ALSID Site, Bangor, Maine.* Design and permitting for 3+ acre commercial lot including site and storm drainage design and utility coordination. Permitting included MDEP Stormwater Permit and local Site Plan approval.

*Emerson Mill Road Pit, Hermon, Maine.* Design and permitting for a commercial clay mining pit. This was a sensitive erosion and sedimentation control project because it was a large exposed area that is constantly being disturbed. This project had to meet both State and Local requirements.

*Kayden's Corner Subdivision, Hermon, Maine.* Designed roadway and lotting for a 10 lot residential subdivision. configuration to maximize lot efficiency and minimize wetland impacts. Used soil filters for stormwater drainage control. Represented the client at planning board meetings. Achieved State and local approval.



## John Theriault, P.E., PTOE, LEED® AP Project Manager / Traffic Engineer

Mr. Theriault joined Sewall in 2009. He has more than 17 years of diverse experience in many areas of engineering, including intersection and highway design, traffic engineering and analysis, State and local permitting, and project management. John has significant experience with traffic modeling and forecasting for commercial and municipal development to determine future highway/intersection improvements necessary to accommodate future traffic demands. John has worked with the Multimodal Division at MaineDOT to assist with the design and development of construction documents for several at-grade railroad crossings improvement projects. His experience includes working within a diverse market area of retail/commercial, government, healthcare, and institutional.

### **EDUCATION**

B.S., Civil Engineering, University of Maine, 1993

A.S., Civil Engineering Technology, University of Maine, 1990

### **CERTIFICATION**

Licensed Professional Engineer: Maine, New Hampshire, Vermont

Professional Traffic Operations Engineer, PTOE

LEED Accredited Professional

### **RELEVANT EXPERIENCE**

#### **2009 - Present, James W. Sewall Company**

##### ***Senior Project Manager and Traffic Engineer***

Mr. Theriault's responsibilities include, but are not limited to, developing and monitoring project scopes, budgets and schedules as well as managing the design and production of construction drawings and specifications for traffic and highway and intersection improvement projects.

#### **2001 - 2009, AMES A/E Architects and Engineers**

##### ***Senior Civil / Traffic Engineer and Project Manager***

Senior engineer responsible for the management and design of civil engineering projects including site plan design, intersection and highway design, traffic signal design, railroad crossings, DEP storm water and wetland permitting, and local permitting of land development projects. Responsible for preparing traffic impacts studies and MaineDOT permitting for development projects and providing recommendations and design for offsite mitigation for traffic impacts resulting from new development. Completed construction documents and specifications for highway/traffic projects for MaineDOT and local municipalities. Developed construction plans for several at grade railroad crossings for the Multimodal Program at MaineDOT. Provide client representation at public meetings to provide overview of projects and answer technical questions. Experience with AutoCAD, Synchro/Simtraffic Traffic Software, and Hydrocad.



**1995 – 2001, Kimball Chase Company, A Division of Hoyle Tanner Associates**

***Civil / Highway Engineer***

Responsible for all aspects of highway design for NHDOT and municipal highway projects including horizontal and vertical alignments, pavement design, cost estimates, drainage, and temporary traffic control. Used AutoCAD with Softdesk software to generate plans, profiles, and cross sections for the construction plans. Analyzed existing and future traffic volumes using highway capacity software to determine lane requirements, signal phasing, and levels of service at intersections. Developed rendered preliminary plans for use at public hearings. Completed site plans for commercial development and designed drainage using Hydrocad software. Completed Site Specific Permit applications for NHDES.

**1993 – 1995, New York State Department of Transportation**

***Civil Engineer 1***

Responsible for preparing the Engineer's estimates for State Highway contracts. Reviewed consultant's plans, specifications and details to insure conformance with department policy and AASHTO standards. Utilized Microstation 5.0 to generate plans and details for in-house design projects. Calculated drainage area runoffs and designed roadside drainage systems.

***Relevant Highway, Intersection, and Traffic Signal projects completed by John Theriault, PE, PTOE while employed by others***

*Cedar Street/Main Street Intersection, Bangor, Maine* – Traffic signal upgrade

*Bangor Gas, Bangor, Maine* – Provided design and permitting plans for approximately 1 mile of new gas main along Union Street in Bangor, Maine

*Eastern Maine Healthcare Mall, Main Entrance/Union Street, Bangor, Maine* - New driveway with new traffic signal installation

*Armory Road/Route 104, Waterville, Maine* – Intersection and roadway improvements with traffic signal upgrade

*Route 196/I-295 NB Off Ramp, Topsham, Maine* – Interstate ramp widening with intersection improvements and new traffic signal installation

*Topsham Fair Mall Road, Topsham, Maine* – Roadway widening improvements with two new traffic signal installations and one traffic signal upgrade

*Wilson Street/Peirce Road, Brewer, Maine* - Roadway and intersection improvements with new traffic signal installation

*Wilson Street/North Main Street, Brewer, Maine* – Intersection improvements and traffic signal upgrade

**TERRENCE J. DEWAN, ASLA**  
Principal

Terry DeWan has over 35 years of professional experience in landscape architecture, visual resource assessment, site planning, design guidelines, community development. His experience includes work with communities, state agencies, private developers, utility companies, and the forest products industry in New England. He has written numerous studies on community planning, visual impacts, recreation planning, water access, and highway corridor redevelopment.

*Maine Licensed Landscape Architect #6*

**EDUCATION**

State University of New York, School of Environmental Sciences and Forestry, cum laude

VISTA Training, University of Colorado

Visual Assessment Procedures, University of Southern Maine

**PROFESSIONAL EMPLOYMENT**

1988-Present	TJD&A, Yarmouth, ME Principal
1977-1988	Mitchell-DeWan Associates Portland, ME Partner
1976-1977	Center for Natural Areas South Gardiner, Maine Landscape Architect
1973-1976	Moriece and Gary of Maine Portland, ME Landscape Architect
1971-1973	The Architects Workshop Philadelphia, PA VISTA/Landscape Architect
1969-1970	Rocky Mountain Development Council, Helena, Montana VISTA Volunteer
1968-1969	Peter G. Rolland and Associates, Rye, NY

**PROFESSIONAL AFFILIATIONS**

Maine State Board for Licensure of Architects, Landscape Architects, and Interior Designers, 1986-present, Secretary  
Public Art Committee, Maine Arts Commission  
American Society of Landscape Architects  
Boston Society of Landscape Architects  
LAAB: Landscape Architectural Accreditation Board, CLARB representative

**SELECTED PROJECT EXPERIENCE**

**VISUAL IMPACT ASSESSMENT**

**Spruce Mountain Wind Project, Patriot Renewables, Woodstock, ME.**

Prepared Visual Impact Assessment for proposed 11 turbine wind project.

**Saddleback Mountain Wind Project, Patriot Renewables, Carthage, ME.** Visual Impact Assessment for 19 turbine wind project.

**Maine Power Reliability Program.** Visual Impact Assessment (VIA) for 352 miles of new 115 kV and 345 kV transmission line corridor system upgrades in 82 Maine towns, for Central Maine Power.

**Stetson I & II Wind Project, Evergreen Wind V, LLC, Washington County, ME.** Prepared Visual Impact Assessment including 3D Modeling and photosimulations for a 28 turbine wind project and 17 turbine expansion.

**Pinnacle Wind Project and Liberty Gap Wind Project, West Virginia.** Visual reports in support of state permitting applications for US Wind Force.

**Cape Wind Energy Project, Nantucket Sound, MA.** Peer review of Draft Environmental Impact Statement prepared by MMS.

**Maine Governor's Task Force on Wind Power Development.** Consultant to Task Force on scenic issues.

**Maine DEP / Visual Assessment Rules.** Consultant to DEP in the formulation of Chapter 315 Regulations: Assessing and Mitigating Impacts to Existing Scenic and Aesthetic Uses. Served on DEP Task Force for the development of the rules.

**Hudson Landing, Kingston, NY**

A review of the VIA and Development Guidelines for a 1,750-unit community on the Hudson River. Hudson River Heritage.

**St. Lawrence Cement, Hudson, NY**

Evaluation of visual impacts of proposed cement plan in a historic Hudson Valley community for Scenic Hudson, The Olana Partnership, and Hudson Valley Preservation.

**Black Nubble Wind Farm, Redington Township, ME.** VIA for 18 wind turbine project near Sugarloaf and Saddleback Mountains for Maine Mountain Power.

**Scenic Inventory, Mainland Sites of Penobscot Bay.** ME State Planning Office Critical Areas Program.

**Scenic Inventory, Islesboro, North Haven, Vinalhaven, Maine.** ME State Planning Office Critical Areas Program.

**Downeast LNG, Robbinston, ME.** VIA for LNG terminal. Downeast LNG, Inc.

**Maine DEP: West Old Town Landfill.** Peer review of VIA for an expanded landfill.

**MaineDOT: Bath-Woolwich Bridge.** Assessment of potential visual impacts to the historic U.S. Custom House in Bath.

**Bath Iron Works, Land Level Transfer Facility,** Bath, Maine. VIA and mitigation plan for BIW's \$250M modernization plan.

**Bangor Hydro-Electric.** 345 kV Transmission line from Orrington, ME to New Brunswick.

**New England Wind Energy Station, Boundary Mountains of Western Maine.** Kenetech Windpower, Livermore, California.

**Stiles Road Quarry, Torrington, CT.** VIA of a proposed quarry expansion in an historic community in southern Connecticut.

**Recreation Plan, Visual Assessment, and Relocation Study for Golden Road, 'Big A' Hydroelectric Facility,** Great Northern Paper, Millinocket, Maine.

**Recreation, Land Use, and Visual components for Relicensing of Ripogenus Dam and Penobscot Mills,** Great Northern Paper, Millinocket.  
**AES-Harriman Cove Co-generation Project, Bucksport, Maine.** Visual assessment of a coal-fired power plant on Penobscot River.

**Route 27 Scenic Byway Corridor Management Plan.** MDOT. Long-term plan for 45 miles of Route 27 between Kingfield and Canada.

**Preliminary Facilities and Interpretive Media Plan, Kancamagus Scenic Byway. White Mountain National Forest.** Demonstration forest, hiking trails, interpretive exhibits, overlooks, outdoor amphitheater.

## SELECTED PUBLICATIONS

DeWan, Terrence J. **Scenic Assessment Handbook.** Maine State Planning Office. 2008.

DeWan, Terrence J. **A Vision for the Moosehead Lake Region.** Natural Resources Council of Maine. 2006.

DeWan, Terrence J., and Brian Kent. **The Great American Neighborhood, A Guide to Livable Design.** Maine State Planning Office. 2004.

DeWan, Terrence, J. **Scenic Inventory, Islesboro, North Haven, Vinalhaven, Maine.** ME State Planning Office Critical Areas Program. 1992.

DeWan, Terrence, J., and Don Naetzer. **Scenic Inventory, Mainland Sites of Penobscot Bay.** ME SPO. 1990.

## SELECTED PRESENTATIONS

*Scenic Inventory Training.* Maine State Planning Office. 2009.

*Halifax Regional Municipality Planning Presentation.* 2008.

*Photoshop as a Design Tool.* American Society of Landscape Architects Annual Meeting. Portland, OR. 1998.

*Chattahoochee Riverway Plan.* American Society of Landscape Architects Meeting. Atlanta. 1997.

*Los Angeles River Plan.* American Society of Landscape Architects Annual Meeting. Los Angeles. 1996.

*Cleveland Computer Design Charrette.* American Society of Landscape Architects Annual Meeting. Cleveland. 1995.

*Scenic Assessments Methods along the Maine Coast.* 20th Annual Natural Areas Conference, Orono, Maine. 1993. Moderator.

*Visual Assessment Standards and Technology Conference: Case Studies in Visual Assessment Techniques.* SUNY, Syracuse, New York 1992.

*Scenic Inventories,* Maine Coast Scenic Workshop, Maine State Planning Office, Bar Harbor 1990.

## AWARDS AND DISTINCTIONS

*Council of Landscape Architects Registration Boards. Presidents Awards*

*Boston Society of Landscape Architects Excellence Award for outstanding professional practitioner*  
Merit Award for Planning: 'From the River to the Bay' A Parks, Recreation, and Open Space Plan for Brunswick, Maine  
Merit Award for Landscape Analysis and Planning – Park Planning: Coastal Maine Botanical Gardens, with EDAW

*North American / United Kingdom Stewardship Exchange, Exmoor National Park, North Devon, England*

*American Planning Association, NNE Chapter: Outstanding project of the year award:*  
Kancamagus Scenic Byway Facilities and Interpretive Plan (with White Mountain National Forest).  
Knightville-Mill Creek Vision Plan, South Portland  
A Guide to Livable Design

*American Society of Landscape Architects Merit Award for Communications: Los Angeles River Project and Chattahoochee River Greenway, Atlanta*

## **QUALIFICATIONS**

- Thirty-five years of experience in the electric utility and power supply industry with five years devoted to customer service activities in the area of Energy Management/Demand Side Management (DSM); eight years devoted to rate and regulatory activities; and 22 years devoted to electrical engineering and engineering consulting.
- Experienced as an effective leader of technical staff.
- Experienced at Project Management.
- Proficient at project economic analysis.
- Excellent oral and written communication skills.
- Proficient with PSLF, SKM and PSS/E power system models.
- Solid understanding of power and control systems, substation and transmission line design and construction, demand side management (DSM), generator interconnection systems, renewable energy resources and electric service rates and issues.
- Licensed Professional Engineer in the States of Maine, New Hampshire and Vermont.

## **PROFESSIONAL EXPERIENCE & ACCOMPLISHMENTS**

### **TECHNICAL**

- Designed collector system and transmission interconnection for numerous proposed wind farms in Canada, Maine, Massachusetts, New Hampshire, New York, Texas and Vermont.
- Designed and managed the electrical balance of plant construction for the Norway (9 MW) and West Cape (99 MW) wind projects on Prince Edward Island.
- Performed preliminary substation design on Vermont Electric Cooperative's Jay #17 and Lowell Substations and Green Mountain Power's KCW interconnection substation.
- Experienced with GEWE 1.5, 1.6 and 2.75; Vestas V80 and V90; Gamesa G87 and G90 wind turbine interconnections.
- Experienced with induction generators and DFIG technology.
- Designed multiple 2.5 MVA medium voltage service additions for Procter & Gamble's Tambrands Facility in Auburn, Maine.
- Performed distribution system impact studies on the 15 MW Berkshire Wind Project and 1.5 MW Silver Lake Photovoltaic Projects.
- Designed, managed construction and commissioned Fish Head 34.5 – 12.47 kV Substation
- Designed, managed construction and commissioned electrical collector system and interconnection for the 4.5 MW Freedom Wind and Fox Island Wind Projects.
- Testified before the Vermont Public Service Commission relative to the electric utility system impacts of interconnecting the Sheffield Wind and the Deerfield Wind Projects.
- Conducted economic due diligence reviews for Central Maine Power Company on several alternate energy projects.
- Designed and commissioned 1.7 MW Emergency Power System with automatic transfer for waste water treatment facilities at International Paper's Bucksport mill.

- Conducted an independent review of Bangor Hydro Electric Company's service quality for the State of Maine on behalf of the Public Advocate's Office.
- Performed short circuit, protection coordination and arc flash hazard analysis of plant-wide electrical systems at the Kibby Wind Farm, the Stetson Wind Farm, The Jackson Laboratory, Procter & Gamble's Tambrands Auburn facility and Groveton Paper Board's Groveton facility
- Performed comprehensive EMF surveys and calculations for proposed power plants in Dighton, Massachusetts; Chelsea, Massachusetts; Johnston, Rhode Island; and Tiverton, Rhode Island; Middletown Connecticut; Yarmouth, Massachusetts; Meriden, Connecticut; Norwalk, Connecticut and testified before both the Connecticut and Massachusetts Facility Siting Council on the issue.
- Performed comprehensive EMF analyses for proposed high voltage transmission projects in Rochester, Southampton and Smithtown, New York and submitted testimony before the New York State Public Service Commission on the issue.
- Performed EMF surveys on over 50 residential households, municipal buildings, commercial and industrial facilities.
- Served as owner's representative for the Commissioning of Jamaica Private Power Company's (JPPC) 60 Mw diesel power plant in Kingston, Jamaica.
- Performed detailed surge protection analysis for transmission facilities at International Paper Company, AES Londonderry, Public Service of New Hampshire and Meriden.
- Conducted embedded and marginal cost of service studies and sundry rate design analyses for retail and wholesale rate cases. Developed rate tariffs, rules and regulations and applications for Maine PUC and FERC submissions.
- Testified before the Maine PUC on matters relating to retail cost of service, pole rental rates, and cost effectiveness of DSM programs.
- Conducted seminars on rate and energy management topics.

### **MANAGEMENT**

- Served as Manager of Power System Analysis for TRC Engineers, LLC
- Served as oversight witness for interconnection relay and trip testing for Central Maine Power Company.
- Served as Project Manager of Central Maine Power Company's Generation Management System (GMS), Androscoggin Energy LLC (AELLC), Rumford Power Associates (RPA), and Bucksport Energy, LLC (BELLC) Merchant Plant Projects.
- Managed the Central Maine Power Company's power contracts and joint owner's agreements associated with Maine Yankee, Connecticut Yankee, Vermont Yankee, Yankee Rowe and Millstone Unit 3.
- Served as Director of System Engineering for Central Maine Power responsible for relay and control panel designs for line terminal and transformer panels, procurement specifications for large power transformers, uninterruptable power supplies, battery systems and other electrical components.

- Directed the organization and development of the Electric Council of New England (ECNE) National Conference "Demand-Side Management: Partnerships in Planning" held in Boston, Massachusetts in November of 1989.
- Worked with clients to resolve technical questions related to rates, energy management programs and power quality.

## **EMPLOYMENT HISTORY**

### RLC ENGINEERING, LLC – Augusta, ME

2008 – present      *Principal Electrical Engineer and Manager of Engineering Services*

### TRC/E-PRO ENGINEERING & ENVIRONMENTAL CONSULTING, LLC – Augusta, ME

2006 – 2007      *Manager, Power Systems Studies*

1999 – 2006      *Principal Electrical Engineer*

### E-PRO AND CENTRAL MAINE POWER COMPANY – Augusta, ME

1997 – 1999      *Principal Electrical Engineer*

1995 – 1996      *Director of Business Development*

### CENTRAL MAINE POWER COMPANY – Augusta, ME

1994 – 1995      *Technical Coordinator, Nuclear and Interim Manager of Electrical Support Services*

1991 – 1993      *Director of System Engineering*

1986 – 1990      *Director of Energy Management Planning*

1984 – 1985      *Director of Costing and Pricing Analysis*

1975 – 1983      *Staff Engineer in the Operating and Rate Departments*

## **EDUCATION**

B. S., Electrical Engineering, University of New Hampshire, 1974

M. S., Management, Thomas College, 1980

## **PROFESSIONAL AFFILIATIONS / REGISTRATIONS**

- Licensed Professional Engineer, Maine, #3811, since 1978
- Licensed Professional Engineer, New Hampshire, #10409, since 2001
- Licensed Professional Engineer, Vermont, #69338, since 2010
- Licensed Professional Engineer, Province of Prince Edward Island, #1140, since 2007



## **R. Scott Bodwell, P.E.**

### **Principal**

### **Bodwell EnviroAcoustics, LLC**

#### **Summary**

R. Scott Bodwell, P.E. is the founder and principal of Bodwell EnviroAcoustics, LLC, an engineering consulting firm that services the energy and industrial sector and specializes in Environmental Acoustics.

#### **Professional Experience**

Mr. Bodwell has over 25 years of experience in environmental assessments, project engineering and design, and regulatory permitting for major utility, energy production, and transmission projects in the northeast United States.

As a consulting engineer in Maine since 1987, Mr. Bodwell has conducted acoustic studies on over 300 industrial development projects and is recognized as a leading authority on Environmental Acoustics in Maine. Mr. Bodwell was the lead acoustical engineer on the first two utility-scale wind energy facilities in Maine at Stetson Mountain in Washington County and Mars Hill Wind Farm in Aroostook County. He also conducted the acoustic study for the wind turbine installation at University of Maine at Presque Isle.

Mr. Bodwell has worked closely with the Maine Department of Environmental Protection and Maine Land Use Regulation Commission and independent acoustical consultants to develop and refine procedures and methods for assessment and measurement of sound from wind turbines. Specialized measurement techniques were developed based on several hundred hours of sound testing for operating wind turbines in Maine and are considered to be some of the most advanced and thorough testing procedures in the United States.

Mr. Bodwell has provided expert testimony at state hearings and municipal reviews in successful support of major industrial and energy projects in Maine including Stetson Wind Project, Rollins Wind Project, Maritimes & Northeast Pipeline, Bath Iron Works, Maine Medical Center, Stratton Power Project, St. Joseph's College of Maine, and Waste Management of Maine. He also developed and conducted an Environmental Acoustics seminar for project managers and technical staff at the Maine Department of Environmental Protection.

Mr. Bodwell has conducted peer reviews of environmental assessments by others for the Maine DEP, the Saco River Corridor Commission and several municipalities in Maine, and assisted municipalities with the development of noise control ordinances.

#### **Education and Credentials**

Mr. Bodwell is an Engineering Sciences graduate of Dartmouth College and has completed numerous graduate and continuing education courses in engineering and acoustics.

Mr. Bodwell has been a licensed professional engineer in Maine since 1994.

# Verrill Dana<sub>LLP</sub>

Attorneys at Law

ANTHONY M. CALCAGNI  
PARTNER  
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www.verrilldana.com

January 21, 2011

Donald E. Murphy  
**Maine Department of Conservation**  
18 Elkins Lane / Harlow Bldg., 4<sup>th</sup> Fl.  
State House Station 22  
Augusta, Maine 04333-0022

**Re: Blue Sky East, LLC – Lease of Land in Township 16 MD, BPP, Hancock County**

Dear Don:

Following up on our meeting in Augusta last week, this letter is to confirm that all of Lakeville Shores, Inc.'s lands in Township 16 MD, BPP, Hancock County are subject to the August 17, 2009 Lease to Blue Sky East, LLC. With respect to the Memorandum of Lease recorded at the Hancock County Registry of Deeds in Book 5523, Page 201, you will note that the leased "Property" is defined by reference to the February 18, 2009 deed into Lakeville Shores. Next to the caption "Premises" on page 1 of the Memorandum appears the following statement:

Lessor leases to Lessee the Property for the purposes described in the Lease. Lessee's leasehold interest includes the right to use and develop that portion of the Property preliminarily depicted in the map attached hereto as Exhibit B (the "Premises") for the purposes described in the Lease. The Premises shall be surveyed and may be redefined in accordance with the Lease.

So the entire "Property" is leased, but only within that portion of the leased Property shown as the "Premises" does Blue Sky East have the right to install wind turbine generators. The plan attached as Exhibit B to the Memorandum shows the respective lease areas: the "Premises" are shown in hatching, and the remaining leased "Property" is shown in shading (dots).

Please let me know if you have any questions.

Sincerely,

  
Anthony M. Calcagni

cc: David Fowler  
Dean Beaupain, Esq.



**MEMORANDUM OF LEASE**

**PARTIES TO LEASE:**

**LESSOR**

**Lakeville Shores, Inc.**  
its successors and assigns  
P.O. Box 99  
Winn ME 04495

**LESSEE**

**Blue Sky East, LLC**  
c/o First Wind Energy, LLC  
its successors and assigns  
179 Lincoln Street, Suite 500  
Boston, MA 02111

**PROPERTY:**

That certain lots or parcels of land situated in Township 16 MD BPP, Hancock County, Maine, shown as Tax Map HA7, Plan 1, Lot 1-4 and Lot 1-13, also Part of HA7, Plan 1, Lots 1-1 and 1-14 and being more particularly described in the deed(s) attached hereto as Exhibit A and made a part hereof.

**PREMISES:**

Lessor leases to Lessee the Property for the purposes described in the Lease. Lessee's leasehold interest includes the right to use and develop that portion of the Property preliminarily depicted in the map attached hereto as Exhibit B (the "Premises") for the purposes described in the Lease. The Premises shall be surveyed and may be redefined in accordance with the Lease.

**TERM OF LEASE:**

Lease shall be for an initial term of twenty seven (27) years and shall commence on August 17, 2009.

**EXTENSION TERM:**

The Lessee shall have the option to renew the Lease for one additional twenty (20) year term.

**SALE OR DIVISION OF PROPERTY:**

During the term of the Lease, Lessor shall neither sell any portion of the Property, nor divide the Property by any other means constituting a "division" pursuant to the subdivision laws of the State of Maine, the rules and standards of the Maine Land Use Commission, the ordinances of the municipality where the Property is located or any

other applicable statute, law, ordinance, by-law or rule, without the prior written consent of Lessee in each instance. Should the Lessor, at any time during the term of the Lease, decide to sell all or any part of the Property to a purchaser other than the Lessee, such sale shall be under and subject to the Lease and the Lessee's rights under the Lease.

#### NON-INTERFERENCE

The primary purpose for which the Premises have been leased is for a wind power project, including but not limited to designing, constructing, maintaining and operating wind turbine generators and towers and related equipment, including anemometry equipment, facilities, infrastructure and substructures, including electrical energy measuring and related equipment ("WTGs"), towers, transmission and interconnection facilities and uses incidental thereto and all necessary appurtenances and the installation of anemometers. Lessee shall have the exclusive right to convert all of the wind resources of the Property. Lessor's activities and any grant of rights Lessor makes to any third party, whether located on the Property or elsewhere, shall not, now or in the future, interfere in any way with Lessee's exercise of any rights granted under the Lease. Lessor shall not interfere with the wind speed or wind direction over the Property by engaging in any activity on the Property that might cause a decrease in the output or efficiency of any WTG, including any WTGs located on land adjoining the Property. Lessor must consult with and obtain Lessee's prior written approval as to the location of all structures measuring in height greater than one quarter of the WTG tower height, and within a radius of 20 rotor diameters from any WTG, whether located on or off the Property.



EXHIBIT A

Deed of Property

Deed from Five Islands Land Corporation, et al. to Lakeville Shores, Inc. dated February 18, 2009 and recorded at the Hancock County Registry of Deeds in Book 5141, Page 309.

EXHIBIT B

Sketch of Premises



**QUIT-CLAIM DEED WITH COVENANT**

MAINE REAL ESTATE  
TRANSFER TAX PAID

**FIVE ISLANDS LAND CORPORATION**, a Maine corporation, with a mailing address of P.O. Box 96, Winn, Maine, 04495, and **HERBERT C. HAYNES, INC., a/k/a H. C. HAYNES, INC.**, a Maine corporation, with a mailing address of P.O. Box 96, Winn, Maine, 04495, for consideration paid, grants to **LAKEVILLE SHORES, INC.**, a Maine corporation, with a mailing address of P.O. Box 96, Winn, Maine, 04495, with quit-claim covenant, the land, together with any improvements thereon, in Township 16, Middle Division, Hancock County, Maine, bounded and described as follows:

SEE EXHIBIT A ATTACHED HERETO

Meaning and intending to convey the premises described in the quit-claim deed with covenant from Herbert C. Haynes, Inc., a/k/a H. C. Haynes, Inc., to Five Islands Land Corporation, dated May 28, 2004 and recorded in Book 3936, Page 18 of the Hancock County Registry of Deeds.

This conveyance is made subject to the following:

(a) Any of the following encumbrances which validly appear of record: easements, servitudes, rights of way, flowage rights, restrictions, licenses, leases, reservations, covenants and all other rights in third parties of record; and

(b) Any "tree growth" tax imposed upon or levied against or on account of the Premises by the State of Maine or any subdivision thereof; and

(c) All previous reservations, exceptions and conveyances of record of all minerals and mineral substances and royalty and other mineral rights and interest, all other subsurface materials and extractable subsurface materials and deposits.

This conveyance is subject to all conditions, restrictions, reservations and easements of record.

This deed shall be construed according to the laws of the State of Maine.

Herbert C. Haynes, Inc., a/k/a H. C. Haynes, Inc., joins in this deed for the sole purpose of conveying all of its right, title and interest acquired under one certain Permit to Use Sand, Clay and Gravel from International Paper Company to H. C. Haynes, Inc., dated May 20, 2004 and recorded in Book 3934, Page 165 of the Hancock County Registry of Deeds.

IN WITNESS WHEREOF Five Islands Land Corporation has caused this instrument to be executed by Ginger E. Maxwell, its Treasurer, hereunto duly authorized this 18th day of February, 2009.

Witness:

FIVE ISLANDS LAND CORPORATION

\_\_\_\_\_ By: Ginger E Maxwell  
GINGER E. MAXWELL  
Its Treasurer

STATE OF MAINE  
PENOBSCOT, ss.

February 18, 2009

Then personally appeared the above named Ginger E. Maxwell, Treasurer, and acknowledged the foregoing instrument to be her free act and deed in her said capacity and the free act and deed of said Corporation.

Before me,

Kimberly J. Downs **SEAL**  
NOTARY PUBLIC  
KIMBERLY J. DOWNS  
MY COMMISSION EXPIRES JULY 9, 2014

\_\_\_\_\_  
TYPE OR PRINT NAME AS WRITTEN



IN WITNESS WHEREOF Herbert C. Haynes, Inc., a/k/a H. C. Haynes, Inc., has caused this instrument to be executed by Ginger E. Maxwell, its Treasurer, hereunto duly authorized this 18<sup>th</sup> day of February, 2009.

Witness:

HERBERT C. HAYNES, INC.  
a/k/a H. C. Haynes, Inc.

\_\_\_\_\_ By: Ginger E. Maxwell  
GINGER E. MAXWELL  
Its Treasurer

STATE OF MAINE  
PENOBSCOT, ss.

February 18, 2009

Then personally appeared the above named Ginger E. Maxwell, Treasurer, and acknowledged the foregoing instrument to be her free act and deed in her said capacity and the free act and deed of said Corporation.

Before me,

Kimberly J. Downs  
NOTARY PUBLIC  
KIMBERLY J. DOWNS  
MY COMMISSION EXPIRES JULY 9, 2014

**SEAL**

\_\_\_\_\_  
TYPE OR PRINT NAME AS WRITTEN

**Exhibit A to  
Quitclaim Deed with Covenant**

Being the same premises described in the quitclaim deed with covenant from SP Forests L.L.C. to H. C. Haynes, Inc., dated May 20, 2004 and recorded in Book 3934, Page 127 of the Hancock County Registry of Deeds and described in said deed as follows:

"A certain lot or parcel of land situated in Township 16, Middle Division, County of Hancock and State of Maine, as shown on **Exhibit B** attached hereto and made a part hereof, bounded and described as follows, to wit:

Beginning at the northwesterly corner of the township, which is also the northeasterly corner of Eastbrook, the southeasterly corner of Osborn Plantation, and the southwest corner of Township 22, MD; thence easterly along the northerly line of said T. 16 and the southerly line of T. 22 MD about 414 chains and along the northerly line of Blocks 1 through 5 of the original Proprietor's Lots to a rebar driven into the ground with an aluminum cap affixed to the top numbered 219 near the center; thence southerly about 162 chains along a spotted line painted yellow and the easterly lines of Blocks 5 and 11 to a rebar driven into the ground with an aluminum cap affixed to the top numbered 220 near the center; thence following along the westerly and southerly boundary of the sinuosity of Denbo Heath and land now or formerly of Walter Hunt described in the deed recorded in the Washington County Registry of Deeds in Book 895, Page 269, thence easterly, southeasterly, southerly, easterly, northwesterly and northerly or whatever the course may be about 170 chains to the easterly line of said T. 16 and the westerly line of the of the Town of Deblois according to a deed from Maine Seaboard Paper Company to James S. Wyman dated September, 1937; thence southerly about 294 chains along said town line and the remainder of Block 18 and along the easterly line of Blocks 24, 30 and 36 to a rebar driven into the ground with an aluminum cap affixed to the top numbered 743 near the center in a bog, being the southeast corner of said T. 16 MD; thence westerly along the southerly line of Township 16 and the northerly line of Township 10 and along the southerly line of Block 36 about 48 chains to the thread of the West Branch of the Narraguagus River; thence upstream along the thread of said West Branch northwesterly northeasterly and northwesterly about 170 chains to the confluence with Spring River; thence upstream along the thread of said Spring River northerly and westerly to the north side of the outlet of Narraguagus Lake; thence northerly, westerly and southerly along the low water mark of the northerly, northwesterly and westerly shores of Narraguagus Lake to the southerly line of said T. 16 MD and the northerly line of T. 9, SD; thence westerly about 44 chains along the T. 16 MD and T. 9 SD town line to a rebar driven into the ground with an aluminum cap affixed to the top numbered 697 near the center being the southwest corner of T. 16 MD; thence northerly along the westerly line of said T. 16 MD and the easterly line of Eastbrook about 318 chains to a rebar driven into the ground with an aluminum cap affixed to the top numbered 208 near the center; thence easterly about 10 chains along a spotted line painted yellow to a rebar driven into the ground with an aluminum cap affixed to the top numbered 209 near the center; thence northerly about 50 chains along a spotted line painted yellow to a rebar driven into the ground with an

aluminum cap affixed to the top numbered 210 near the center in the Bangor Hydro-Electric Company right of way; thence westerly about 10 chains along a spotted line painted yellow to a rebar driven into the ground with an aluminum cap affixed to the top numbered 211 near the center on the westerly line of said T. 16 and the easterly line of the Town of Eastbrook; thence northerly about 123 chains along said town line to the point of beginning. Containing approximately 19,005 acres.

**Excepting and Reserving** from the above described property the following:

1. Seven camp lots located along the northerly and northwesterly shore of Narraguagus Lake, and certain rights of way for purposes of ingress and egress to access said camp lots, identified by Grantor's following lease numbers and depicted in **Exhibit E** attached hereto and made a part of this Agreement and described as follows and de:

**a. Lease #595-2**

A certain lot or parcel of land with the improvements thereon situate in the Township 16 MD, County of Hancock, State of Maine, more particularly described as follows:

Beginning at an iron rod found on the westerly shore of Narraguagus Lake, which iron rod is located with reference to the Maine State Coordinate System of 1983, East Zone, at North Coordinate, 364194 feet, and East Coordinate 1075649 feet; thence North 68 degrees, 22 minutes, 30 seconds West a distance of 148.1 feet to an iron rod found; thence North 68 degrees, 22 minutes, 45 seconds West a distance of 276.2 feet to an iron rod set in the easterly sideline of a 40 foot wide right of way; thence following the easterly sideline of said right of way in a generally southwesterly direction a distance of 300 feet more or less to an iron rod set in the easterly sideline of said right of way, said iron rod being located South 53 degrees, 19 minutes, 0 seconds West on a tie line, a distance of 305.6 feet from the previously mentioned iron rod set; thence South 68 degrees, 22 minutes, 30 seconds East a distance of 405.5 feet to an iron rod set on the westerly shore of Narraguagus Lake said iron rod is further identified as being South 56 degrees, 13 minutes, 30 seconds West on a tie line, a distance of 315.9 feet from the point of beginning; thence continuing along the same course South 56 degrees, 13 minutes, 30 seconds East, a distance of 3 feet, more or less, to the westerly high water mark of Narraguagus Lake; thence in a generally northerly direction following the westerly high water mark of Narraguagus Lake, a distance of 434 feet, more or less, to a point which lies South 68 degrees, 22 minutes, 30 seconds East a distance of 6 feet, more or less, from the point of beginning; thence North 68 degrees, 22 minutes, 30 seconds West a distance of 6 feet, more or less, to the point of beginning, containing 2.94 acres, more or less, and being the same lot defined by a survey by Plisga & Day, Land Surveyors.

Together with all of the Grantor's right, title, and interest to the land between the sidelines of the foregoing reserved premises extended to the low water mark of Narraguagus Lake.

Also reserving to Grantor, its successors and assigns, as appurtenant to the foregoing reserved premises, a 40 foot wide right of way over an existing woods road crossing land hereby conveyed, which road extends in a generally southwesterly direction, as depicted on a plan titled "ACCESS PLAN" Sheet 4 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 4,200 feet to a point on the town line between Township 16 MD, and Township 9 SD at the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L.C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the foregoing reserved premises crossing land hereby conveyed follows the centerline of the existing woods road and begins at the centerline of said woods road at a point which lies North 17 degrees, 59 minutes, 45 seconds West, a distance of 20.0 feet from the iron rod set at the northwest corner of the foregoing reserved premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 4 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

**b. Lease #595-3**

A certain lot or parcel of land with the improvements thereon situate in the Township 16 MD, County of Hancock, State of Maine, more particularly described as follows:

Beginning at an iron rod found on the westerly shore of Narraguagus Lake, which iron rod is located with reference to the Maine State Coordinate System of 1983, East Zone, at North Coordinate, 365153 feet, and East Coordinate 1076440 feet; thence North 45 degrees, 19 minutes, 30 seconds West a distance of 149.7 feet to an iron rod found; thence North 45 degrees, 19 minutes, 45 seconds West a distance of 135.3 feet to an iron rod set in the easterly sideline of a 40 foot wide right of way; thence following the easterly sideline of said right of way South 44 degrees, 40 minutes, 15 seconds West a distance of 225.0 feet to an iron rod set in the easterly sideline of said right of way; thence South 45 degrees, 19 minutes, 30 seconds East a distance of 350.3 feet to an iron rod set on the westerly shore of Narraguagus Lake being South 28 degrees, 29 minutes, 30 seconds West on a tie line, a distance of 234.3 feet from the point of beginning; thence continuing along the same course South 45 degrees, 19 minutes, 30 seconds East, a distance of 6 feet, more or less, to the westerly high water mark of Narraguagus Lake; thence in a generally northerly direction following the westerly high water mark of Narraguagus Lake, a distance of 239 feet, more or less, to a point which

lies South 45 degrees, 19 minutes, 30 seconds East a distance of 15 feet, more or less, from the point of beginning; thence North 45 degrees, 19 minutes, 30 seconds West a distance of 15 feet, more or less, to the point of beginning, containing 1.62 acres, more or less, and being the same lot defined by a survey by Plisga & Day, Land Surveyors.

Together with all of the Grantor's right, title, and interest to the land between the sidelines of the foregoing reserved premises extended to the low water mark of Narraguagus Lake.

Also reserving to Grantor, its successors and assigns, as appurtenant to the foregoing reserved premises, a 40 foot wide right of way over an existing woods road and proposed road crossing land of SP Forests L.L.C., which road extends in a generally southwesterly direction, as depicted as "A" on a plan titled "ACCESS PLAN" Sheet 10 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 5,560 feet to a point on the town line between Township 16 MD, and Township 9 SD at the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L. C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the foregoing reserved premises crossing land hereby conveyed follows the centerline of the existing woods road and begins at the centerline of said woods road at a point which lies North 45 degrees, 19 minutes, 30 seconds West, a distance of 54.3 feet from the iron rod set at the southeast corner of the foregoing reserved premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 10 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

Also reserving to Grantor, its successors and assigns, as appurtenant to the foregoing reserved premises, a 40 foot wide right of way over an existing woods road and proposed road crossing land hereby conveyed, which road extends in a generally southwesterly direction, as depicted as "B" on a plan titled "ACCESS PLAN" Sheet 10 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 5,730 feet to a point on the town line between Township 16 MD, and Township 9 SD at the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L. C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the foregoing reserved premises crossing land of SP Forests L.L.C. follows the centerline of the proposed road and the centerline of the existing woods road and begins at the centerline of said proposed road at a point which lies North 45 degrees, 19 minutes, 45 seconds West, a distance of 20.0 feet from the iron rod set at the most northerly corner of the within described

premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 10 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

**c. Lease #595-4**

A certain lot or parcel of land with the improvements thereon situate in the Township 16 MD, County of Hancock, State of Maine, more particularly described as follows:

Beginning at an iron rod found on the westerly shore of Narraguagus Lake, which iron rod is located with reference to the Maine State Coordinate System of 1983, East Zone, at North Coordinate, 364194 feet, and East Coordinate 1075649 feet; thence North 68 degrees, 22 minutes, 30 seconds West a distance of 148.1 feet to an iron rod found; thence North 68 degrees, 22 minutes, 45 seconds West a distance of 276.2 feet to an iron rod set in the easterly sideline of a 40 foot wide right of way; thence following the easterly sideline of said right of way in a generally northeasterly direction a distance of 300 feet more or less to an iron rod set in the easterly sideline of said right of way, said iron rod being located North 55 degrees, 26 minutes, 15 seconds East on a tie line, a distance of 294.9 feet from the previously mentioned iron rod set; thence South 68 degrees, 22 minutes, 30 seconds East a distance of 301.3 feet to an iron rod set on the westerly shore of Narraguagus Lake said iron rod is further identified as being North 31 degrees, 7 minutes, 30 seconds East on a tie line, a distance of 248.4 feet from the point of beginning; thence continuing along the same course South 68 degrees, 22 minutes, 30 seconds East, a distance of 12 feet more or less to the westerly high water mark of Narraguagus Lake; thence in a generally southerly direction following the westerly high water mark of Narraguagus Lake, a distance of 270 feet, more or less, to a point which lies South 68 degrees, 22 minutes, 30 seconds East a distance of 6 feet, more or less, from the point of beginning; thence North 68 degrees, 22 minutes, 30 seconds West a distance of 6 feet, more or less, to the point of beginning, containing 1.94 acres, more or less, and being the same lot defined by a survey by Plisga & Day, Land Surveyors.

Together with all of the Grantor's right, title, and interest to the land between the sidelines of the within described premises extended to the low water mark of Narraguagus Lake.

Also reserving to Grantor, its successors and assigns, as appurtenant to the foregoing reserved premises, a 40 foot wide right of way over an existing woods road crossing land of SP Forests L.L.C., which road extends in a generally southwesterly direction, as depicted on a plan titled "ACCESS PLAN" Sheet 6 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 4,510 feet to a point on the town line between Township 16 MD, and Township 9 SD at

the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L. C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the foregoing reserved premises crossing land hereby conveyed follows the centerline of the existing woods road and begins at the centerline of said woods road at a point which lies North 14 degrees, 4 minutes, 0 seconds West a distance of 20.0 feet from the iron rod set at the northwest corner of the foregoing reserved premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 6 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

d. Lease #595-5

A certain lot or parcel of land with the improvements thereon situate in the Township 16 MD, County of Hancock, State of Maine, more particularly described as follows:

Beginning at an iron rod set on the westerly shore of Narraguagus Lake, which iron rod is located with reference to the Maine State Coordinate System of 1983, East Zone, at North Coordinate, 361881 feet, and East Coordinate 1075586 feet; thence North 73 degrees, 43 minutes, 30 seconds West a distance of 290.3' to an iron rod set in the easterly sideline of a 40 foot wide right of way; thence following the easterly sideline of said right of way in a generally southwesterly direction a distance of 174 feet more or less to an iron rod set in the easterly sideline of said right of way, said iron rod being located South 27 degrees, 35 minutes, 45 seconds West on a tie line, a distance of 158.4 feet from the previously mentioned iron rod set; thence continuing along the easterly sideline of said 40 foot wide right of way, in a generally southwesterly direction a distance of 10 feet more or less to the northerly high water mark of Mill Stream; thence along the northerly high water mark of Mill Stream in an easterly direction a distance of 451 feet more or less to a point at intersection of the high water mark of Mill Stream with the high water mark of Narraguagus Lake, said point of intersection being South 61 degrees, 30 minutes, 00 seconds East on a tie line, a distance of 378.3 feet from the last mentioned iron rod set, and said point of intersection being further identified as being South 4 degrees, 42 minutes, 00 seconds West, on a tie line, a distance of 240.3 feet from an iron rod set at the point of beginning; thence in a generally northerly direction along the westerly high water mark of Narraguagus Lake, a distance of 254 feet, more or less, to point which lies South 73 degrees, 43 minutes, 30 seconds East from the an iron rod set at the point of beginning; thence North 73 degrees, 43 minutes, 30 seconds West a distance of 6 feet more or less to the point of beginning, containing 1.45 acres, more or less, and being the same lot defined by a survey by Plisga & Day, Land Surveyors.

Together with all of the Grantor's right, title, and interest to the land between the sidelines of the foregoing reserved premises extended to the low water mark of Mill Stream and to the low water mark of Narraguagus Lake

Also reserving to Grantor, its successors and assigns, as appurtenant to the foregoing reserved premises, a 40 foot wide right of way over an existing woods road crossing land of SP Forests L.L.C., which road extends in a generally southwesterly direction, as depicted on a plan titled "ACCESS PLAN" Sheet 2 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 1440 feet to a point on the town line between Township 16 MD, and Township 9 SD at the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L. C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the within described premises crossing land hereby conveyed is to follow the centerline of the existing woods road and is to begin at the centerline of said woods road at a point which lies South 74 degrees, 55 minutes, 15 seconds West, a distance of 20.0 feet from the iron rod set at the northwest corner of the foregoing reserved premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 2 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

e. Lease #595-6

A certain lot or parcel of land with the improvements thereon situate in the Township 16 MD, County of Hancock, State of Maine, more particularly described as follows:

Beginning at an iron rod found on the westerly shore of Narraguagus Lake, which iron rod is located with reference to the Maine State Coordinate System of 1983, East Zone, at North Coordinate, 364546 feet, and East Coordinate 1076318 feet; thence North 0 degrees, 21 minutes, 30 seconds East a distance of 147.9 feet to an iron rod found; thence North 40 degrees, 57 minutes, 45 seconds West a distance of 84.8 feet to an iron rod set in the easterly sideline of a 40 foot wide right of way; thence following the easterly sideline of said right of way in a generally southwesterly direction a distance of 245 feet, more or less, to an iron rod set in the easterly sideline of said right of way, said iron rod being located South 71 degrees, 18 minutes, 30 seconds West on a tie line, a distance of 235.1 feet from the previously mentioned iron rod set; thence South 0 degrees, 40 minutes, 0 seconds East a distance of 145.1 feet to an iron rod set on the westerly shore of Narraguagus Lake, said iron rod further identified as being South 88 degrees, 14 minutes, 0 seconds West on a tie line, a distance of 275.8 feet from the point of beginning; thence continuing along the same course South 0 degrees, 40 minutes, 0 seconds East, a distance of 15 feet more or less to the



westerly high water mark of Narraguagus Lake; thence in a generally easterly direction following the westerly high water mark of Narraguagus Lake, a distance of 278 feet, more or less, to a point which lies South 0 degrees, 21 minutes, 30 seconds West a distance of 5 feet, more or less, from the point of beginning; thence North 0 degrees, 21 minutes, 30 seconds East a distance of 5 feet, more or less, to the point of beginning, containing 1.07 acres, more or less, and being the same lot defined by a survey by Plisga & Day, Land Surveyors.

Together with all of the Grantor's right, title, and interest to the land between the sidelines of the foregoing reserved premises extended to the low water mark of Narraguagus Lake.

Also reserving to Grantor, its successors and assigns, as appurtenant to the foregoing reserved premises, a 40 foot wide right of way over an existing woods road crossing land of SP Forests L.L.C., which road extends in a generally southwesterly direction, as depicted on a plan titled "ACCESS PLAN" Sheet 8 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 5,340 feet to a point on the town line between Township 16 MD, and Township 9 SD at the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L. C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the foregoing reserved premises crossing land hereby conveyed follows the centerline of the existing woods road and begins at the centerline of said woods road at a point which lies North 40 degrees, 57 minutes, 45 seconds West, a distance of 20.0 feet from the iron rod set at the northeast corner of the foregoing reserved premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 8 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

f. Lease #595-10

A certain lot or parcel of land with the improvements thereon situate in the Township 16 MD, County of Hancock, State of Maine, more particularly described as follows:

Beginning at an iron rod set on the westerly shore of Narraguagus Lake, which iron rod is located with reference to the Maine State Coordinate System of 1983, East Zone, at North Coordinate, 365175 feet, and East Coordinate 1077511 feet; thence North 19 degrees, 53 minutes, 0 seconds East a distance of 300.0 feet to an iron rod set in the southerly sideline of a 40 foot wide right of way; thence following the southerly sideline of said right of way North 70 degrees, 7 minutes, 15 seconds West a distance of 225.0 feet to an iron rod set in the southerly sideline of said right of way; thence South 19 degrees, 53 minutes, 0 seconds

West a distance of 150.0 feet to an iron rod found; thence continuing along the same course South 19 degrees, 53 minutes, 0 seconds West a distance of 150.0 feet to an iron rod found on the westerly shore of Narraguagus Lake being North 70 degrees, 7 minutes, 0 seconds West on a tie line, a distance of 225.0 feet from the point of beginning; thence continuing along the same course South 19 degrees, 53 minutes, 0 seconds East, a distance of 17 feet, more or less, to the northerly high water mark of Narraguagus Lake; thence in a generally easterly direction following the northerly high water mark of Narraguagus Lake, a distance of 225 feet, more or less, to a point which lies South 19 degrees, 53 minutes, 0 seconds West a distance of 13 feet, more or less, from the point of beginning; thence North 19 degrees, 53 minutes, 0 seconds East a distance of 13 feet, more or less, to the point of beginning, containing 1.61 acres, more or less, and being the same lot defined by a survey by Plisga & Day, Land Surveyors.

Together with all of the Grantor's right, title, and interest to the land between the sidelines of the within described premises extended to the low water mark of Narraguagus Lake.

Also reserving to Grantor, its successors and assigns, as appurtenant to the within described premises, a 40 foot wide right of way over an existing woods road and a proposed road crossing land hereby conveyed, which road extends in a generally southwesterly direction, as depicted on a plan titled "ACCESS PLAN" Sheet 14 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 7,230 feet to a point on the town line between Township 16 MD, and Township 9 SD at the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L. C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the above described reserved premises crossing land hereby conveyed is to follow the centerline of the proposed road and existing woods road and is to begin at the centerline of said proposed road at a point which lies North 19 degrees, 53 minutes, 0 seconds East, a distance of 20.0 feet from the iron rod set at the northeast corner of the above described reserved premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the proposed road and existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 14 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

g. Lease #595-11

A certain lot or parcel of land with the improvements thereon situate in the Township 16 MD, County of Hancock, State of Maine, more particularly described as follows:

Beginning at an iron rod found on the westerly shore of Narraguagus Lake, which

iron rod is located with reference to the Maine State Coordinate System of 1983, East Zone, at North Coordinate, 365153 feet, and East Coordinate 1076440 feet; thence North 45 degrees, 19 minutes, 30 seconds West a distance of 149.7 feet to an iron rod found; thence North 45 degrees, 19 minutes, 45 seconds West a distance of 135.3 feet to an iron rod set in the easterly sideline of a 40 foot wide right of way; thence following the easterly sideline of said right of way North 44 degrees, 40 minutes, 15 seconds a distance of 225.0 feet to an iron rod set in the easterly sideline of said right of way; thence South 45 degrees, 19 minutes, 45 seconds East a distance of 330.3 feet to an iron rod set on the westerly shore of Narraguagus Lake being North 56 degrees, 3 minutes, 30 seconds East on a tie line, a distance of 229.5 feet from the point of beginning; thence continuing along the same course South 45 degrees, 19 minutes, 45 seconds East, a distance of 13 feet more or less to the westerly high water mark of Narraguagus Lake; thence in a generally southwesterly direction following the westerly high water mark of Narraguagus Lake, a distance of 231 feet, more or less, to a point which lies South 45 degrees, 19 minutes, 30 seconds East a distance of 15 feet, more or less, from the point of beginning; thence North 45 degrees, 19 minutes, 30 seconds West a distance of 15 feet, more or less, to the point of beginning, containing 1.62 acres, more or less, and being the same lot defined by a survey by Plisga & Day, Land Surveyors.

Together with all of the Grantor's right, title, and interest to the land between the sidelines of the foregoing reserving premises extended to the low water mark of Narraguagus Lake.

Also reserving to Grantor, its successors and assigns, as appurtenant to the within described premises, a 40 foot wide right of way over an existing woods road and proposed road crossing land of SP Forests L.L.C., which road extends in a generally southwesterly direction, as depicted on a plan titled "ACCESS PLAN" Sheet 12 of 14, dated July 7, 2003 by Plisga & Day, Project # 03120, approximately 5,960 feet to a point on the town line between Township 16 MD, and Township 9 SD at the line of land now or formerly of H.C. Haynes, said point on the said town line being also the terminus point of a 40 foot wide right of way crossing land of H.C. Haynes granted to S.P. Forests L.L. C. as said right of way is described in a deed recorded in the Hancock County Registry of Deeds, Volume 3581, Page 220. The centerline of said 40 foot wide right of way appurtenant to the within described premises crossing land of SP Forests L.L.C. is to follow the centerline of the existing woods road and proposed road and is to begin at the centerline of said proposed road at a point which lies North 45 degrees, 19 minutes, 45 seconds West, a distance of 20.0 feet from the iron rod set at the most northerly corner of the within described premises. Said access easement is 40 feet wide in width, with 20 feet to either side of the centerline of the existing proposed road and existing woods road, also shown on plan titled "ACCESS PLAN" Sheet 12 of 14, dated July 7, 2003, by Plisga & Day, Project # 03120.

2. The property conveyed in a deed from SP Forests L.L.C. to Tree Top Manufacturing, Inc. dated November 24, 2003, and recorded in the Hancock County Registry of Deeds in Book 3809 Page 286.
3. The five acre meadow conveyed by the State of Maine to Edward Martin by deed dated May 12, 1961 and recorded in the Hancock County Registry of Deeds in Book 887 at Page 203.
4. The "Meadow Lot" on West Branch Narraguagus River in or near Section 11" as described in the deed dated April 27, 1967, and recorded in the Hancock County Registry of Deeds in Book 1036 Page 335.
5. The property "flowed by Spring River Dam" as described in the deed from Foster C. Willey to Ackley E. Willey dated October 30, 1956, and recorded in the Hancock County Registry of Deeds in Book 793 Page 564.
6. The meadow land described in a deed from Beatrice A. Tucker to N. Walter Tucker dated 9/22/1976 and recorded in the Hancock Registry of Deeds in Book 1271 Page 288.

**Also Reserving to Grantor**, its successors and assigns, as appurtenant to Grantor's lands located in the Towns of Osborn and Aurora and Twp. 22 MD, Hancock County, a non-exclusive sixty-six (66) foot wide right of way, as measured from the centerline of following described existing gravel roads for purposes of ingress and egress, across IP Roads 77-00-0 and 75-00-0 from points A to B to C as shown in bold line on the SPF ROW Reservation Map labeled **Exhibit C-1** subject to the Right of Way Terms and Conditions attached hereto as **Exhibit D**. For purposes of this reserved right of way easement, references to Grantor in said Right of Way Terms and Conditions shall mean H. C. Haynes, Inc., its successors and assigns, and to the Grantee shall mean SP Forests L.L.C., its successors and assigns.

The above described property is conveyed **together with** the following:

1. Certain rights, if any, to "An easement for a right of way 60 feet in width over an extension of the Molasses Pond or Sugar Hill Road to its intersection with the easterly line of the Town of Eastbrook and the westerly line of T.16 M.D." as reserved in the deed from SP Forests L.L.C. to Tree Top Manufacturing, Inc. dated May 16, 2001, and recorded in the Hancock County Registry of Deeds in Book 3074 Page 257.
2. Sixty (60) foot wide rights of way conveyed by the Quitclaim Grant of Rights of Way from Diamond Forest Occidental Inc. to Champion International Corporation dated September 3, 1993, and recorded in the Hancock County Registry of Deeds in Book 2152, Page 182, across that section of Diamond Occidental Forest Inc. Lot 1020 located in the Town of Eastbrook extending from points A to B to C and across that section of Road 73-00-0 located in the Town of Aurora as shown on the map attached

to said deed and subject to the terms and conditions contained therein.

3. A forty (40) foot wide right of way across land located in T9 SD, Hancock County as conveyed in a Right-of-Way Easement conveyed by Herbert C. Haynes, Inc. to SP Forests L.L.C. dated March 31, 2003, and recorded in the Hancock County Registry of Deeds in Book 3581 at Page 220.

4 A non-exclusive right of way to Grantee, its successors and assigns, across Grantor's land located in the Town of Osborn and in Twp. 22 MD, Hancock County, as appurtenant to the property in Township 16 MD hereby conveyed, sixty-six feet wide as measured from the centerline of the following described existing gravel roads, for purposes of ingress and egress for natural resource management purposes, including but not limited to forest management and timber hauling operations across IP Roads 73-00-0, 73-34-0, and 77-00-0 from points A to E as shown in bold line on the SPF ROW Map in **Exhibit C-2** attached hereto, subject to the Right of Way Terms and Conditions attached hereto as **Exhibit D** and made a part of this Agreement. For purposes of these easements references to Grantor in said Rights of Way Terms and Conditions shall mean SP Forests L.L.C., its successor and assigns, and to the Grantee shall mean H. C. Haynes, Inc., successors and assigns.

The above described property is conveyed **subject to** the following.

1. The powerline easement conveyed by St. Regis Paper Company to Bangor Hydro-Electric Company by deed dated January 6, 1956 and recorded in said Registry of Deeds in Book 781 at Page 315.

2. The powerline easement conveyed by Carol C. Sampson to Bangor Hydro-Electric Company dated March 11, 1955 and recorded in Book 778 at Page 92.

3. The powerline easement given by Sarah C. Wyman to Bangor Hydro-Electric Company by deed dated February 14, 1956 and recorded in said Registry of Deeds in Book 780 at Page 435.

4. A 40 foot wide right of way easement as conveyed in the deed from SP Forests L.L.C. to Tree Top Manufacturing, Inc. dated May 16, 2001, and recorded in the Hancock County Registry of Deeds in Book 3074 Page 257.

5. A right-of-way easement as conveyed in the deed from SP Forests L.L.C. to Tree Top Manufacturing, Inc. dated November 25, 2003, and recorded in the Hancock County Registry of Deeds in Book 3809 Page 286.

6. A forty foot wide right of way as conveyed in the right of way easement from Champion International Corporation to Philip French, Sr. dated March 6, 1992.

7. The Permitted Encumbrances set forth in **Exhibit F** attached hereto and made a part hereof.

Being a portion of the premises conveyed to St. Regis Paper Company by Time, Incorporated by deed dated December 17, 1946 and recorded in said Registry of Deeds in Book 711 at Page 434 as Parcels 66, 67, 68, 69, 82, 83, 84, 85, 86, 87 and 88. Also part of the premises conveyed by the Eastern Corporation to St. Regis Paper Company by deed dated September 2, 1958 and recorded in said Registry of Deeds in Book 824 at Page 319. Also the premises conveyed to St. Regis Paper Company by Ellsworth Forest Products Corporation by deed dated December 29, 1950 and recorded in said Registry of Deeds in Book 737 at Page 81 as parcels 12, 13 and 14. Also part of the premises conveyed by the State of Maine to St. Regis Paper Company by deed dated July 27, 1978 and recorded in said Registry of Deeds in Book 1326 at Page 519. Also the premises conveyed by the Estate of Sarah Wyman to Champion International Corporation by deed dated May 17, 1985 and recorded in said Registry of Deeds in Book 1539 at Page 426. Also the premises conveyed by Herbert C. Haynes to Champion International Corporation by deed dated June 12, 1987 and recorded in said Registry of Deeds in Book 1647 at Page 359. St. Regis Paper Company became St. Regis Corporation by a Certificate of Name Change dated June 29, 1983 and recorded in the said Registry in Misc. Book 9 at Page 95. St. Regis Corporation merged with Champion International Corporation by Certificate of Merger dated April 1, 1985 and recorded in said Registry in Misc. Book 9 at Page 151. Champion International Corporation merged with International Paper Company, a Certificate of Merger dated December 31, 2000 is recorded in said Registry in Book 3017 at Page 191. International Paper Company conveyed the property, less mineral rights, to IP Maine Forests L.L.C. by deed dated March 12, 2001 and recorded in said Registry in Book 3036 at Page 212. IP Maine Forests L.L.C. merged with SP Forests L.L.C. by Certificate of Merger dated March 26, 2001 and recorded in said Registry in Book 3042 at Page 257. "

Exhibit B to Quitclaim Deed with Covenant

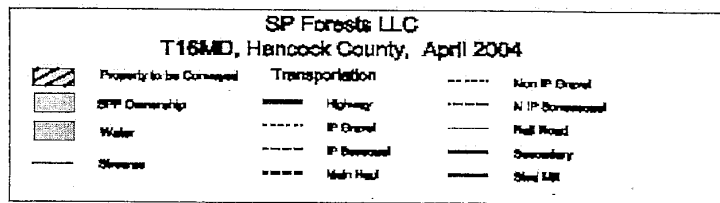
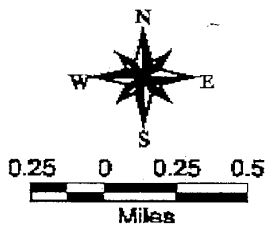
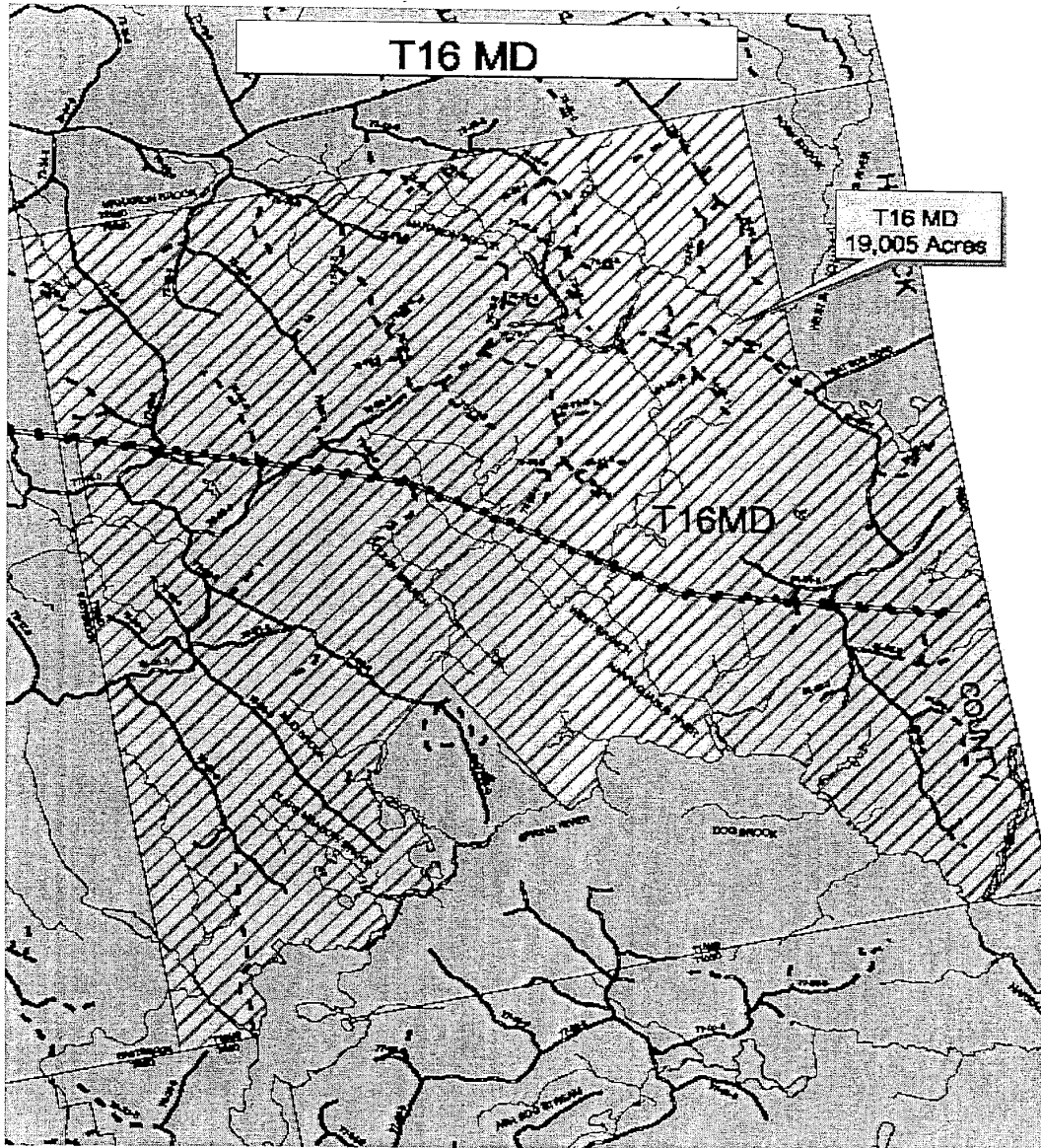
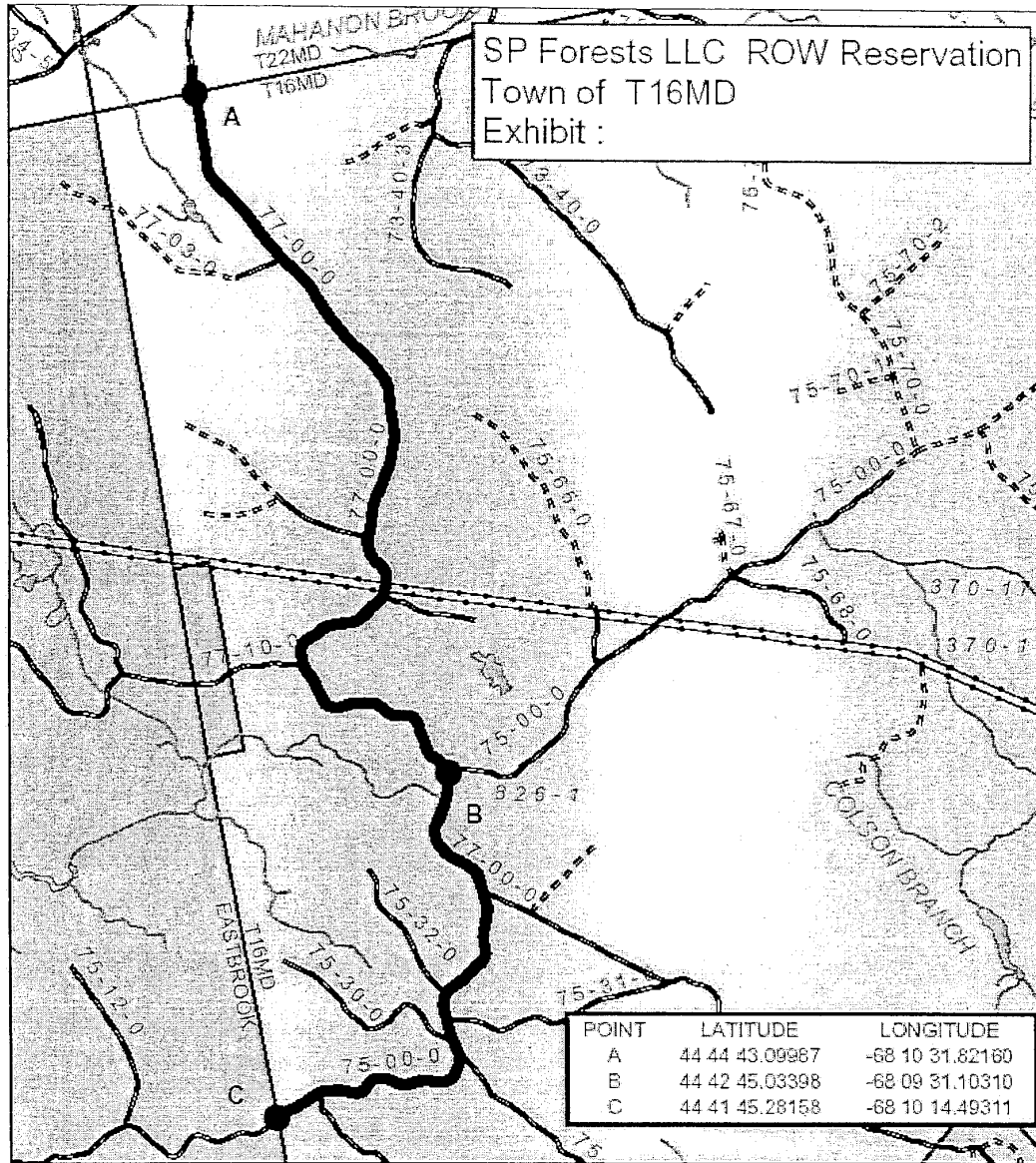


Exhibit C-1 to Quitclaim Deed with Covenant



SP Forests LLC  
T16MD, Hancock County, April 2004

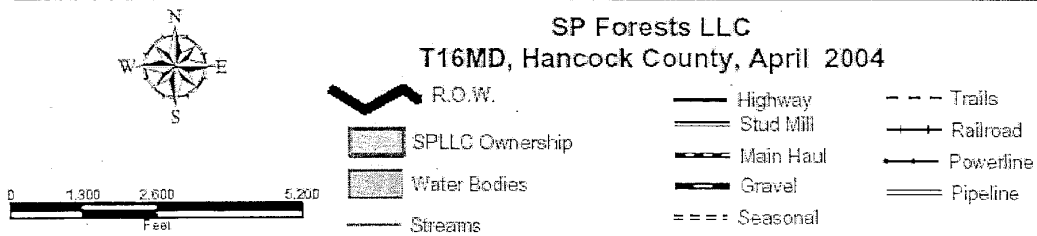
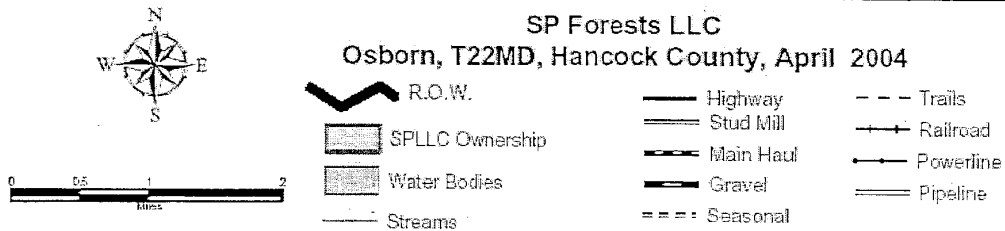
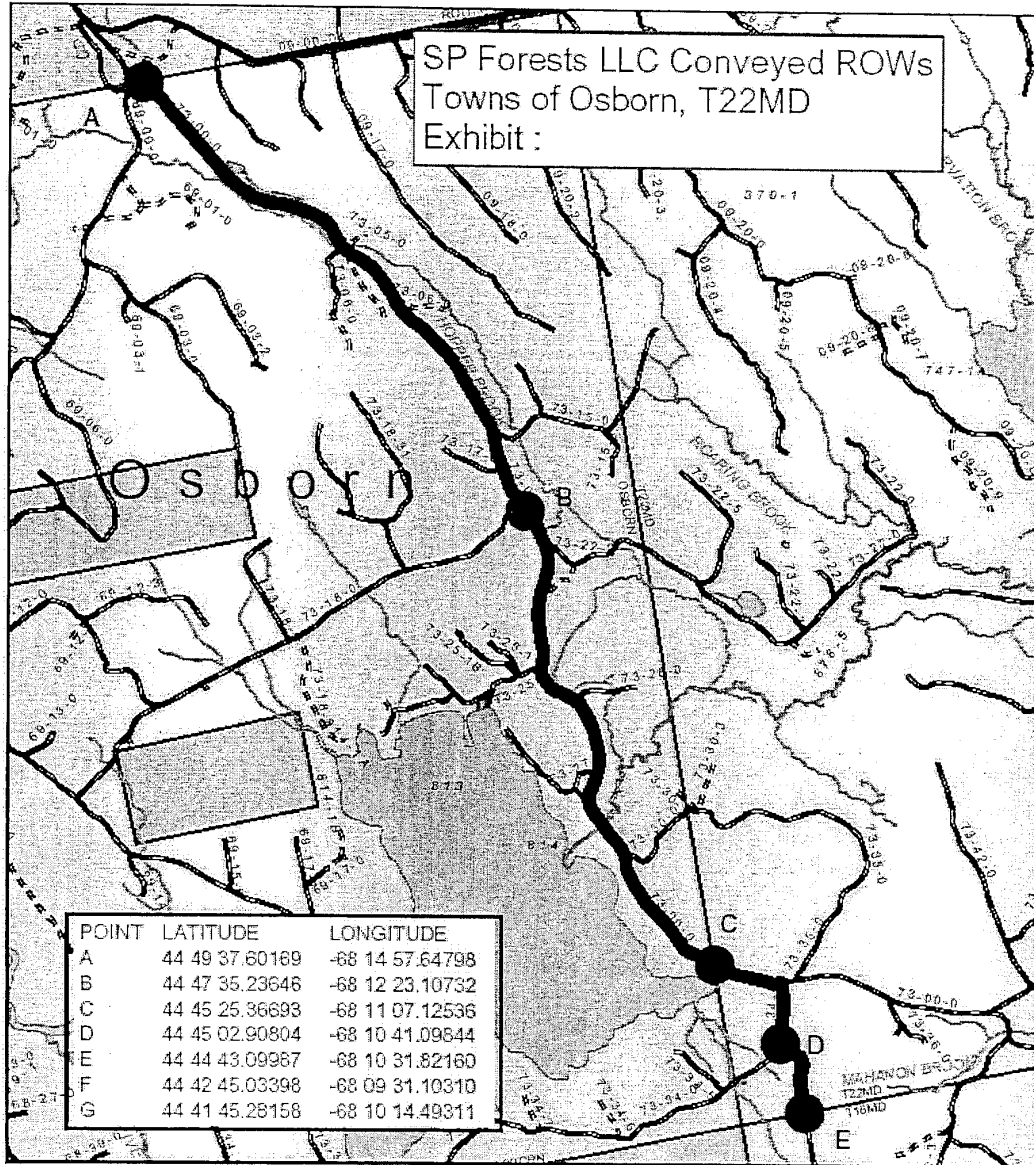




Exhibit C-2 to Quitclaim Deed with Covenant



**Exhibit D to Quitclaim Deed with Covenant**

**RIGHT-OF-WAY TERMS AND CONDITIONS**

- A. Reservations to Grantor: Reserving to the Grantor, Grantor's successors and assigns, the full and free use of said right of way and the right to convey similar rights in others; also reserving the right to relocate, repair, reconstruct, or improve and maintain the same to the extent that Grantor shall deem appropriate, and in such case the right as needed to interrupt traffic to accomplish such purposes. Nothing herein shall restrict the Grantor's right to relocate the right of way or portions thereof provided that this right of way easement shall apply to the road or portions thereof as they may be relocated from time to time.
- B. Maintenance: The Grantor shall be under no obligation to maintain or improve the right of way. To the extent that the Grantor does not improve or maintain the same, the Grantee shall have the right, at Grantee's expense, to maintain and improve the right of way. As used herein, "maintenance" or "maintain" shall mean undertaking the work necessary to preserve and keep the right of way road, culvert, ditch or other appurtenant facility in, as nearly as possible, its condition as at the commencement of the grant of this right of way easement or as subsequently improved to provide satisfactory and safe road service in compliance with all applicable laws and regulations. "Maintenance" or "maintain" shall not mean reconditioning or replacing of a right of way, road, bridge, culvert, ditch or other appurtenant facility to a standard higher or greater than that prevailing at the commencement of this grant. Grantee shall also have the right to flow water from said road and from said ditches and culverts onto lands of the Grantor, provided that such right to flow does not unreasonably interfere with the Grantor's, its successors and assigns' use and enjoyment of such lands.
- C. Maintenance Charges: Grantee recognizes the necessity of maintenance and improvement expenses to facilitate travel across the ROW and to sustain environmental obligations inherent with the continuance of the ROW. Grantee agrees to contribute, on an annual basis, to the cost of maintenance and repair of the ROW easement road segments at a rate commensurate with Grantee's use of said road segments by Grantee and its guests. Grantor and Grantee agree to negotiate in good faith to determine the annual contribution. Expenses incurred by Grantee under paragraphs B to maintain and improve the right of way shall be credited toward Grantee's obligations for maintenance charges hereunder.
- D. Clearing: The Grantee shall have the right to keep the right of way clear of obstruction and may cut down, from time to time, dead trees or other trees which, because of their abnormal condition, may constitute a hazard to the right of way use. Any timber felled by the Grantee, its agents, servants or contractors in future

maintenance of the road, shall be and remain the property of the Grantor to be salvaged at the discretion of the Grantor. The Grantee will, at its expense, take the necessary precaution to prevent present and future fire hazard in its operations in clearing, re-construction or maintenance of the right-of-way.

- E. Litter and Obstruction: The Grantee shall keep the right of way free and clear of all litter and refuse caused by the Grantee, Grantee's agents, guests, lessees, or independent contractors, directly or indirectly, and shall not obstruct or in any manner close off the right of way without prior written consent from the Grantor, except as otherwise provided herein. Grantor agrees that it shall not initiate or cause to implement any overt measures to interfere or otherwise obstruct Grantee's use and enjoyment of said right of way except as expressly provided herein.
- F. Restriction on Use: The Grantee shall use the road in a manner causing the least amount of damage to the road and interference with the rights of others to use the road. Grantee shall comply with all reasonable road restrictions applicable to all users, including restrictions on weight, speed, and use during adverse weather or fire conditions, reasonably necessary to protect the road and adjacent timber. Grantee agrees that it will not haul timber, or other heavy loads, across the right of way during the period April 1 to June 1 without the express written consent of Grantor.
- G. Damage: Any damage to the right of way caused by the Grantee, Grantee's agents, guests, or independent contractors, directly or indirectly, shall be repaired by and at the expense of the Grantee, and so that the condition after repair is at least as good as it was before damage within a reasonable time, (but in any event, within ninety [90] days of notice by the Grantor), the Grantor may repair such damage, and the costs thereof shall be billed to and paid by the Grantee.
- H. Permits and Environmental Laws: With respect to right of way maintenance performed by Grantee and the necessary permits to conduct such maintenance and improvements, it shall be the responsibility of the Grantee, subject to Grantor's approval, to obtain and comply with any and all permits to satisfy all national, state or local environmental requirements prior to commencing any maintenance within the right of way. All national, state or local permit applications, prepared by Grantee, shall be reviewed and authorized by Grantor prior to submission to national, state or local authorities. Grantor shall be provided with copies of all permits and permitting correspondence. Grantor will be held harmless from any and all legal actions arising out of application of environmental laws and valid rules and regulations promulgated there under resulting from acts performed by or for the Grantee, specifically including any laws, rules, and regulations concerning the transportation, storage, or disposal of hazardous wastes.
- I. Breach: In the event Grantee, in Grantor's reasonable opinion, breaches Grantee's obligations set forth in paragraphs D, E, F and G above, Grantor shall give written notice to Grantee identifying the breach. Grantee shall have ninety (90) days following written notice thereof from Grantor to cure such breach, unless it appears

that Grantee has commenced to cure such breach in good faith and has diligently continued to pursue such curing, but has been unable to complete the same due to the nature of the breach, in which case the time period shall be extended accordingly.

If Grantor believes the Grantee has not satisfactorily cured the breach, Grantor shall have the right to submit the matter to binding arbitration administered by the American Arbitration Association under its Commercial Arbitration Rules. The arbitration shall be conducted in Bangor Maine, before a single arbitrator who has experience in the management of commercial timberlands, transporting and selling forest products in Maine. There shall be no discovery in the arbitration. The arbitration hearing shall be limited to six (6) hours (three hours for each side). If the arbitrator determines there is substantial or material failure on Grantee's part to remediate the situation then the arbitrator shall order appropriate remediation and Grantee shall have an additional ninety days to comply. In the event Grantee fails to comply to the arbitrator's satisfaction, the arbitrator shall notify Grantor and Grantee in writing to that effect. Upon receipt of such notice from the arbitrator, Grantor shall then have the right to terminate the easement by recording an affidavit by Grantor in the Penobscot County Registry of deeds indicating that a breach occurred and has not been cured as determined by arbitration and including as an exhibit to the affidavit the notice from the arbitrator. A copy of the affidavit shall be mailed to Grantee by certified mail.

The arbitrator shall not award consequential or punitive damages. The arbitration must be commenced in a timely matter and not later than within one year from the act or omission giving rise to the dispute. This reduced statute of limitations period is established by mutual agreement. Each party will bear its own expenses in connection with the arbitration, and the parties will equally share the expenses of the arbitrator.

- J. Gate: Grantor has the exclusive right to close, gate, lock or otherwise restrict access along or through the right of way. In the event Grantor closes, gates, locks or restricts access to, along or through the right of way, Grantor agrees to provide Grantee reasonable means to pass through the closed, gated, locked or restricted access point(s). Unless otherwise instructed by Grantor, Grantee agrees the gate or other barriers utilized to restrict access shall remain closed and locked when the right of way is not in use by the Grantee and shall be opened only for a period of time necessary to permit passage.
- K. Non-Assignment: Except for assignments or conveyances of the rights under this easement to subsequent purchasers of all or a portion of the Property, the rights under this easement may not be assigned without the express written consent of the Grantor herein, Grantor's heirs, successors or assigns.
- L. Subject to Restrictions: This grant is made subject to all liens, encumbrances, reservations, exceptions, easements, servitude's and public ways or rights of way in

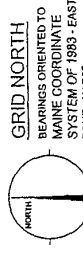
use or of record affecting the above described property.

- M. Hold Harmless and Indemnification: The Grantee agrees to indemnify and hold harmless the Grantor for any and all claims, demands, expenses, judgments and awards against, incurred by or imposed upon the Grantor arising in any manner in connection with the Grantee's exercise or non-exercise of its rights under this grant, including, but not limited to, the use of the right of way by Grantee, Grantee's employees, agents, lessees, and independent contractors, including reasonable attorneys' fees in the event the Grantor is made a party to any legal action involving this right of way agreement, unless the foregoing arise from the improper acts or negligence of the Grantor.
- N. Public Use: Notwithstanding any other provision of this grant, the rights of way or portions thereof may not be used, conveyed or assigned as a "public way" nor does this grant entitle the general public to use the rights of way or to operate any vehicle of any kind on any portion of the rights of way.

**Exhibit E to Quitclaim Deed with Covenant**

**See the following attached maps of the reserved lease lots and lease lot access.**

**GRID NORTH**  
BEARINGS ORIENTED TO  
MAINE COORDINATE  
SYSTEM OF 1983 - EAST  
ZONE - NAD83



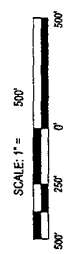
**NOTES**

- DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE MAINE COORDINATE SYSTEM OF 1983 - EAST ZONE - NAD83.
- PORTION OF LOT IS A CURRENT LEASE.
- SOURCE DEED IS A PORTION OF VOLUME 3042, PAGE 257.
- COORDINATE VALUES SHOWN, REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, EAST ZONE (U.S. SURVEY FEET), ARE APPROXIMATE AND PROVIDED AS AN AID IN LOCATION OF THE PROPERTY AND ARE NOT INTENDED TO CONTROL THE POSITIONS MARKED BY IRON RODS DEFINING THE ACTUAL PROPERTY BOUNDARIES.
- INCLUDED WITH LOT IS THE LAND BETWEEN THE SIDELINES OF THE PARCEL SHOWN EXTENDING TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

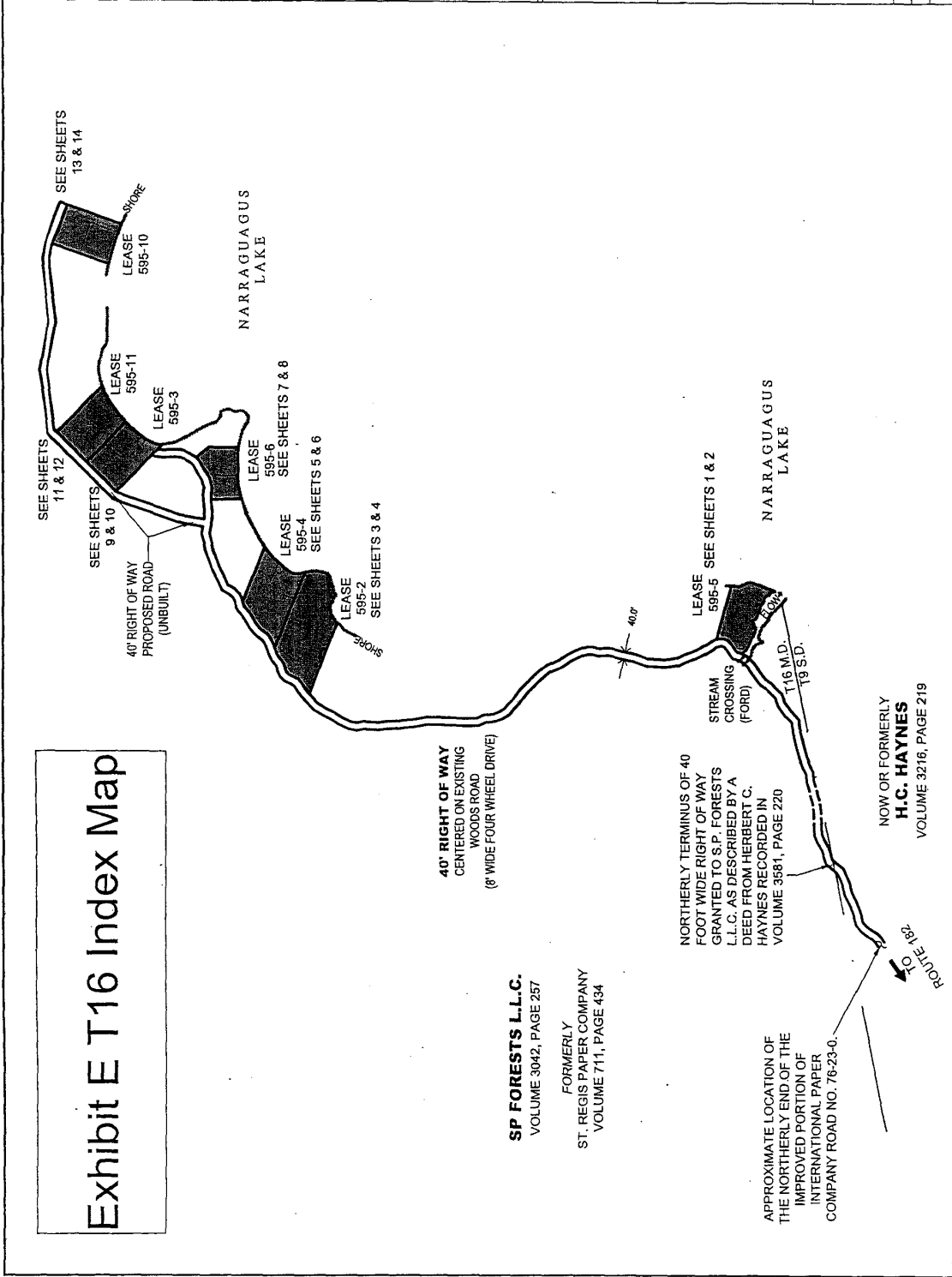
**LEGEND**

- IRON ROD SET
- CHAMPION PAPER CO. REBAR FOUND
- ⊗ WOOD POST FOUND
- ⊕ UTILITY POLE
- + GUY/ANCHOR
- ⊕ OUT HOUSE / PRIVY
- OVERHEAD WIRES
- - - EDGE OF GRAVEL
- PROPERTY LINE

SCALE: 1" = 500'



GRID DISTANCES SHOWN ARE IN U.S. SURVEY FEET  
PROJECT SCALE FACTOR: 0.99990248  
(GROUND TO GRID)



**INDEX PLAN**

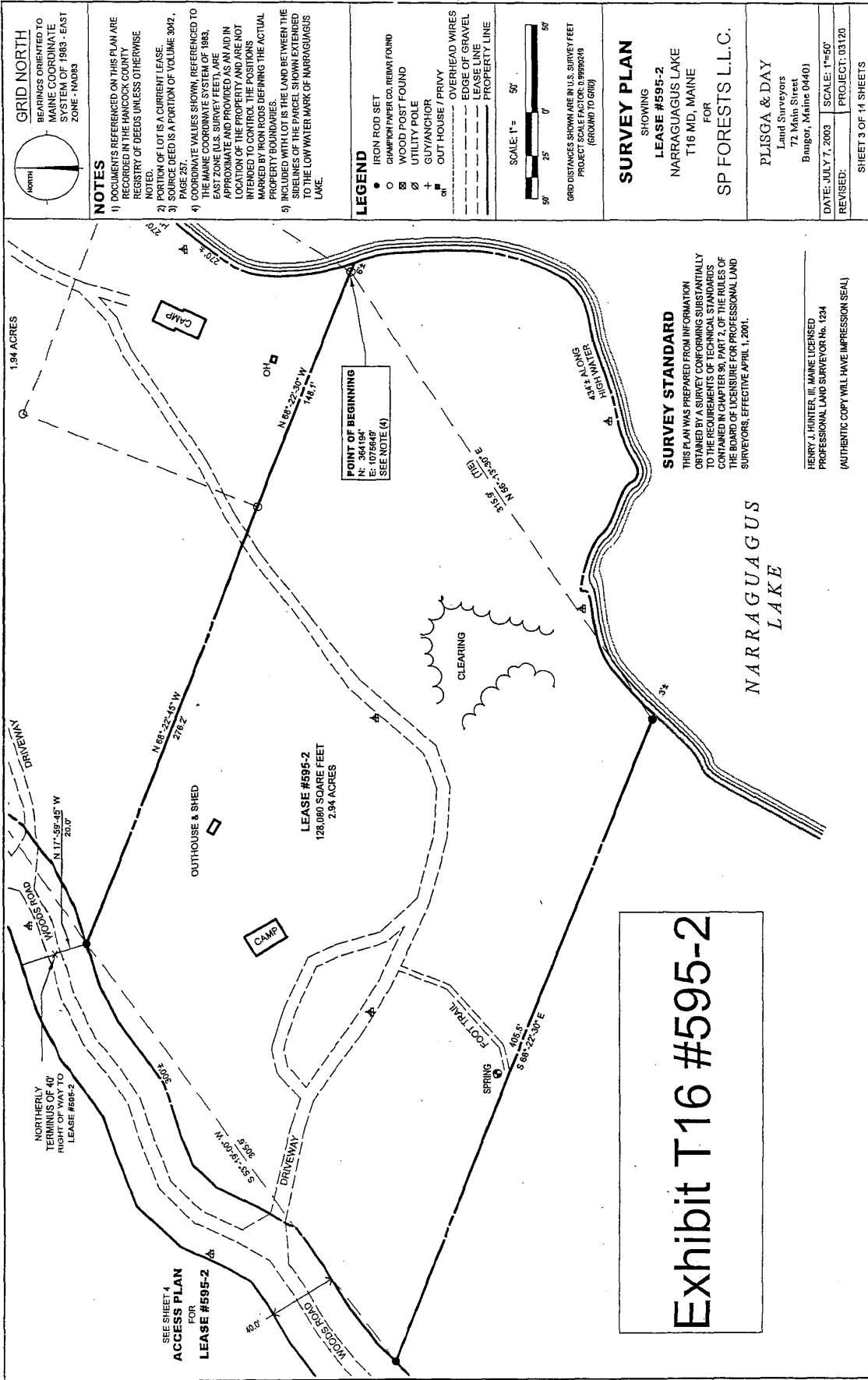
FOR  
**LEASE LOTS**  
NARRAGUAGUS LAKE  
T16 MD, MAINE  
FOR  
**SP FORESTS L.L.C.**

**PLISGA & DAY**  
Land Surveyors  
72 Main Street  
Bangor, Maine 04401

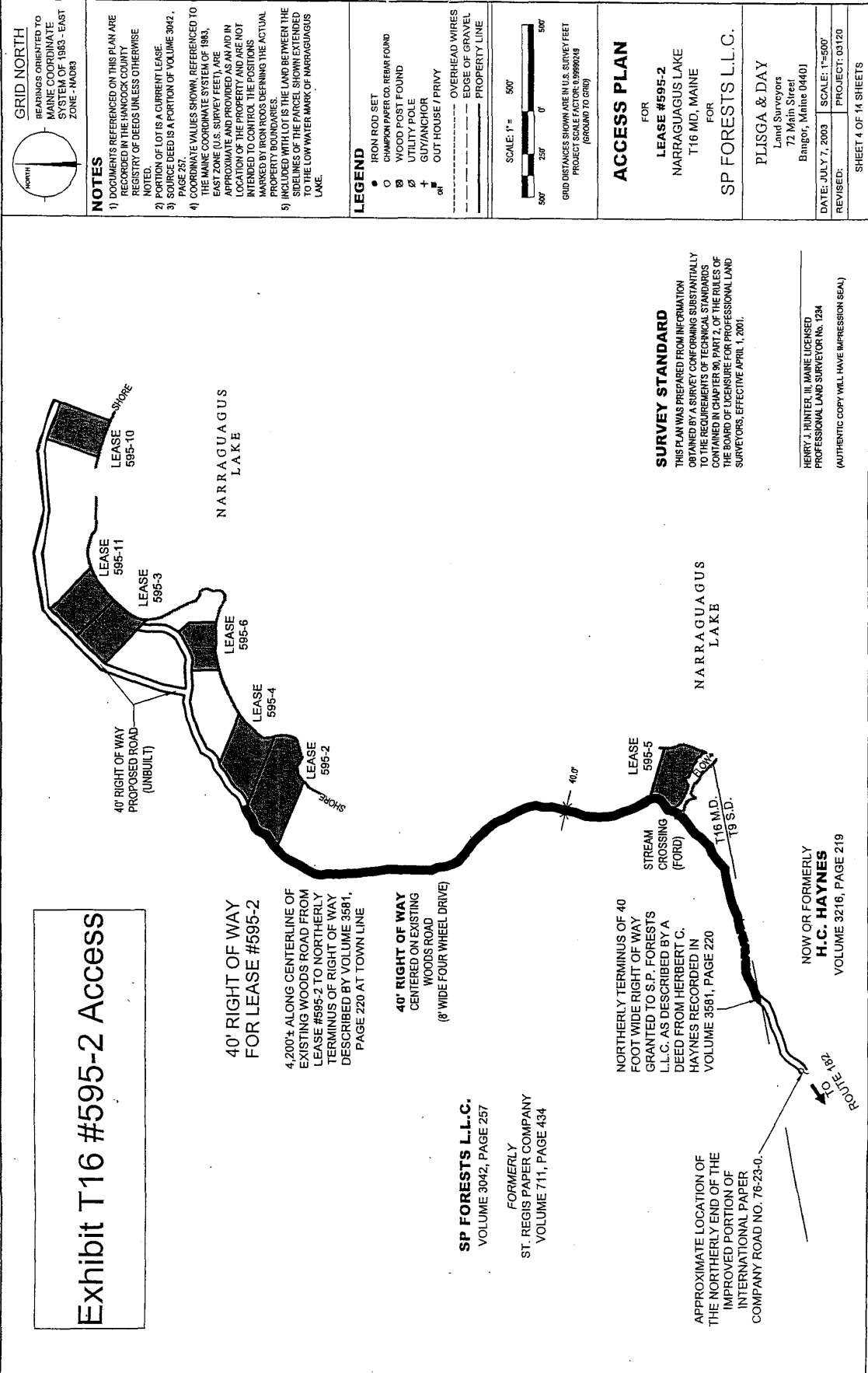
DATE: JULY 7, 2003    SCALE: 1"=500'  
REVISED:                    PROJECT: 03120  
INDEX SHEET (14 SHEETS)

**SP FORESTS L.L.C.**  
VOLUME 3042, PAGE 257

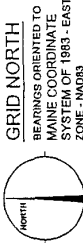
FORMERLY  
ST. REGIS PAPER COMPANY  
VOLUME 711, PAGE 434









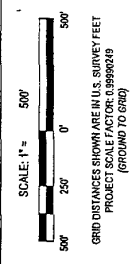


**NOTES**

- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE HANCOCK COUNTY REGISTRY OF DEEDS UNLESS OTHERWISE NOTED.
- 2) PORTION OF LOT IS A CURRENT LEASE.
- 3) SOURCE DEED IS A PORTION OF VOLUME 3042, PAGE 257.
- 4) COORDINATE VALUES SHOWN, REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, EAST ZONE (U.S. SURVEY FEET), ARE APPROXIMATE AND PROVIDED AS AN AID IN LOCATION OF THE PROPERTY AND ARE NOT TO BE USED FOR THE POSITIONING OF MARKERS OR BOUNDARIES. THE ACTUAL PROPERTY BOUNDARIES, INCLUDING THE SIDELINES OF THE PARCEL, SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

**LEGEND**

- IRON ROD SET
- CHAMPION PAPER CO. REBAR FOUND
- ⊗ WOOD POST FOUND
- ⊕ UTILITY POLE
- ⊕ GUYANCHOR
- ⊕ OUT HOUSE / PRIVY
- OVERHEAD WIRES
- - - EDGE OF GRAVEL
- — — PROPERTY LINE



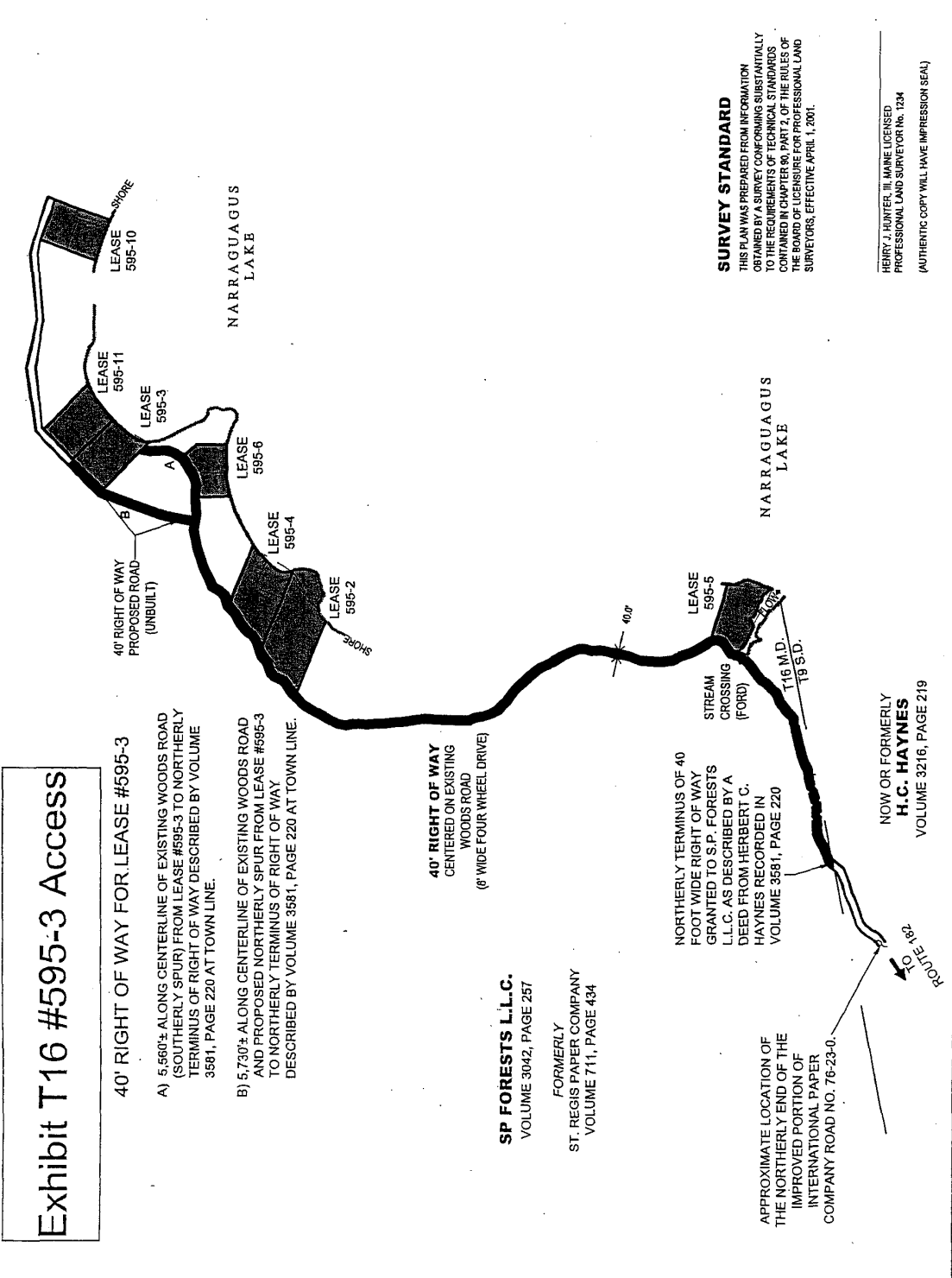
**ACCESS PLAN**

FOR  
**LEASE #595-3**  
 NARRAGUAGUS LAKE  
 T16 MD, MAINE  
 FOR  
**SP FORESTS L.L.C.**

**PLISGA & DAY**  
 Land Surveyors  
 72 Main Street  
 Bangor, Maine 04401

DATE: JULY 7, 2003    SCALE: 1"=500'  
 REVISED:                      PROJECT: 03120

SHEET 10 OF 14 SHEETS



**Exhibit T16 #595-3 Access**

**40' RIGHT OF WAY FOR LEASE #595-3**

A) 5,560± ALONG CENTERLINE OF EXISTING WOODS ROAD (SOUTHERLY SPUR) FROM LEASE #595-3 TO NORTHERLY TERMINUS OF RIGHT OF WAY DESCRIBED BY VOLUME 3581, PAGE 220 AT TOWN LINE.

B) 5,730± ALONG CENTERLINE OF EXISTING WOODS ROAD AND PROPOSED NORTHERLY SPUR FROM LEASE #595-3 TO NORTHERLY TERMINUS OF RIGHT OF WAY DESCRIBED BY VOLUME 3581, PAGE 220 AT TOWN LINE.

**40' RIGHT OF WAY**  
 CENTERED ON EXISTING  
 WOODS ROAD  
 (8' WIDE FOUR WHEEL DRIVE)

**SP FORESTS L.L.C.**  
 VOLUME 3042, PAGE 257

FORMERLY  
 ST. REGIS PAPER COMPANY  
 VOLUME 711, PAGE 434

NORTHERLY TERMINUS OF 40  
 FOOT WIDE RIGHT OF WAY  
 GRANTED TO S.P. FORESTS  
 L.L.C. AS DESCRIBED BY A  
 DEED FROM HERBERT C.  
 HAYNES RECORDED IN  
 VOLUME 3581, PAGE 220

NOW OR FORMERLY  
**H.C. HAYNES**  
 VOLUME 3216, PAGE 219


APPROXIMATE LOCATION OF  
 THE NORTHERLY END OF THE  
 IMPROVED PORTION OF  
 INTERNATIONAL PAPER  
 COMPANY ROAD NO. 76-23-0.

**SURVEY STANDARD**

THIS PLAN WAS PREPARED FROM INFORMATION OBTAINED BY A SURVEY CONFORMING SUBSTANTIALLY TO THE REQUIREMENTS OF TECHNICAL STANDARDS CONTAINED IN CHAPTER 90, PART 2, OF THE RULES OF THE BOARD OF LICENSURE FOR PROFESSIONAL LAND SURVEYORS, EFFECTIVE APRIL 1, 2001.

HENRY J. HUNTER, III, MAINE LICENSED  
 PROFESSIONAL LAND SURVEYOR No. 1234  
 (AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)

**GRID NORTH**  
BEARINGS ORIENTED TO  
MAINE COORDINATE  
SYSTEM OF 1983 - EAST  
ZONE - NAD83



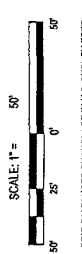
**NOTES**

- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE HANCOCK COUNTY REGISTRY OF DEEDS UNLESS OTHERWISE NOTED.
- 2) PORTION OF LOT IS A CURRENT LEASE. PAGE 257.
- 3) COORDINATE VALUES SHOWN, REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, EAST ZONE (U.S. SURVEY FEET), ARE APPROXIMATE AND SHOULD BE USED IN CONNECTION WITH THE BEARING AND NOT INTENDED TO CONTROL THE POSITIONS MARKED BY IRON RODS DEFINING THE ACTUAL PROPERTY BOUNDARIES.
- 4) INCLUDED WITH LOT IS THE LAND BETWEEN THE SIDELINES OF THE PARCEL SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

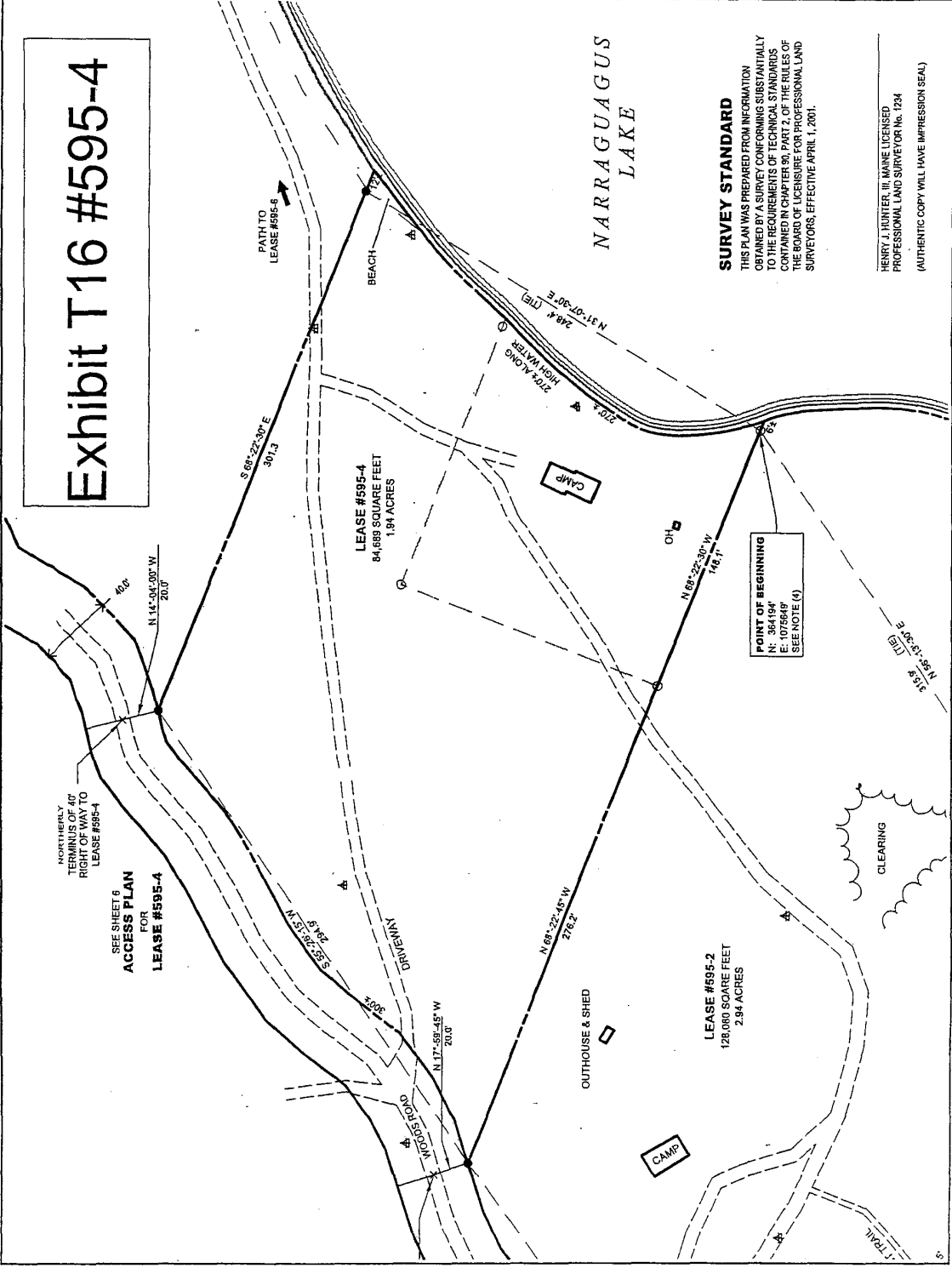
**LEGEND**

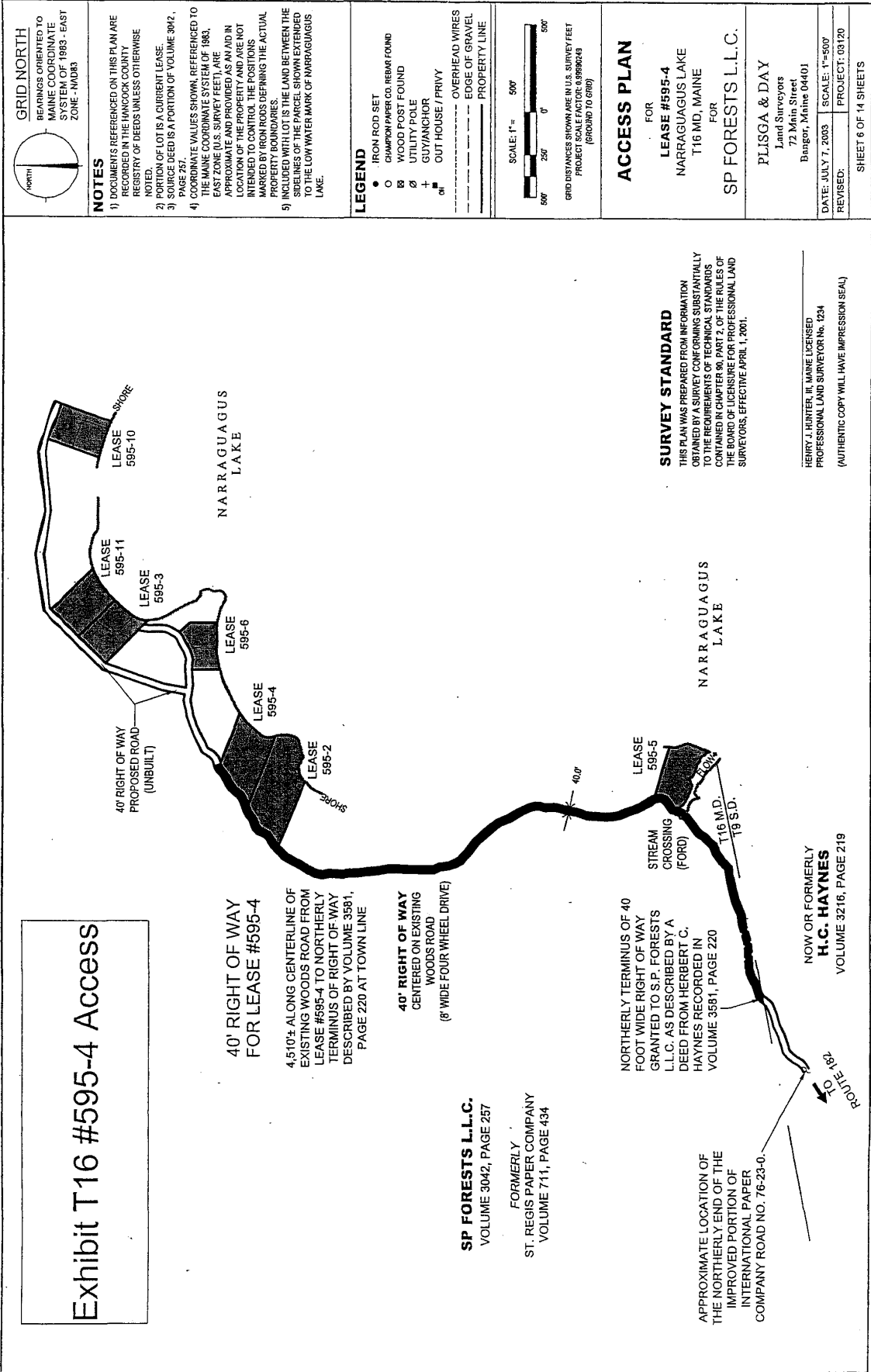
- IRON ROD SET
- CHAMPION PAPER CO. REBAR FOUND
- ⊗ WOOD POST FOUND
- ⊕ UTILITY POLE
- ⊙ GUYANCHOR
- ⊠ OUT HOUSE / PRIVY
- OVERHEAD WIRES
- - - EDGE OF GRAVEL
- - - ASPHALT DRIVE
- - - PROPERTY LINE

**SCALE: 1" = 50'**

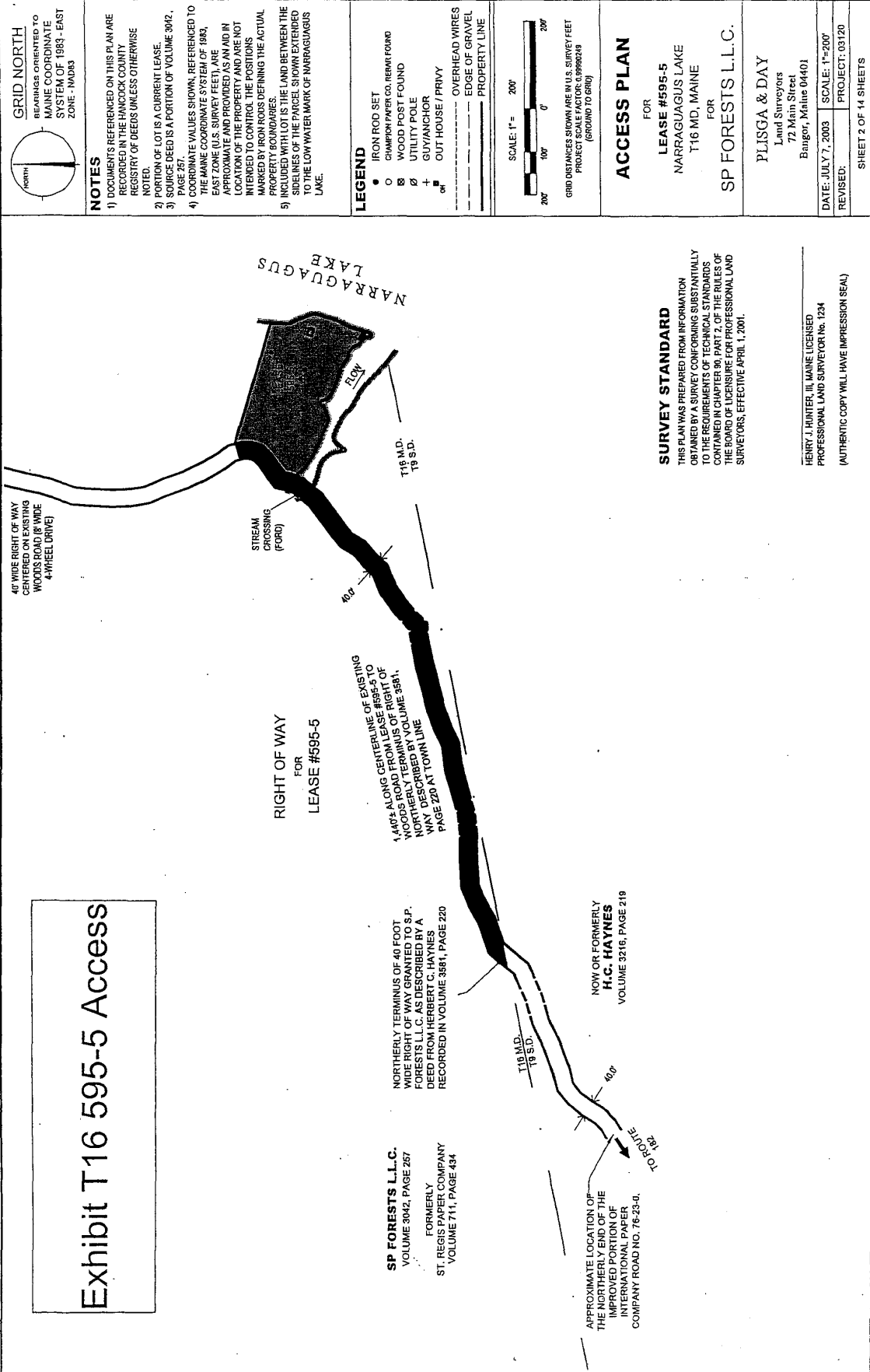


GRID DISTANCES SHOWN ARE IN U.S. SURVEY FEET  
PROJECT SCALE FACTOR: 0.99990219  
(ROUNDING TO GRID)





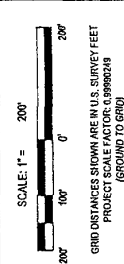




**NOTES**

- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE HANCOCK COUNTY REGISTRY OF DEEDS UNLESS OTHERWISE NOTED.
- 2) PORTION OF LOT IS A CURRENT LEASE.
- 3) SOURCE DEED IS A PORTION OF VOLUME 3042, PAGE 257.
- 4) COORDINATE VALUES SHOWN, REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, ARE FOR THE SURVEYED POINTS. THE LOCATION OF THE PROPERTY AND ARE NOT INTENDED TO CONTROL THE POSITIONS MARKED BY IRON RODS DEFINING THE ACTUAL PROPERTY BOUNDARIES.
- 5) INCLUDED WITH LOT IS THE LAND BETWEEN THE SIDELINES OF THE PARCEL SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

- LEGEND**
- IRON ROD SET
  - CHAMPION PAPER CO. REBAR FOUND
  - ⊗ WOOD POST FOUND
  - ⊕ UTILITY POLE
  - + GUY/ANCHOR
  - OUT HOUSE / PRIVY
  - OVERHEAD WIRES
  - - - EDGE OF GRAVEL
  - PROPERTY LINE



**ACCESS PLAN**

FOR  
**LEASE #595-5**  
**NARRAGUAGUS LAKE**  
**T16 MD, MAINE**  
 FOR  
**SP FORESTS L.L.C.**

**PLISGA & DAY**  
 Land Surveyors  
 72 Main Street  
 Bangor, Maine 04401

DATE: JULY 7, 2003    SCALE: 1"=200'  
 REVISED:                      PROJECT: 03120

SHEET 2 OF 14 SHEETS

**Exhibit T16 595-5 Access**

**RIGHT OF WAY FOR LEASE #595-5**

1,407± LONG CENTERLINE OF EXISTING WOODS ROAD FROM LEASE 865± TO NORTHERLY TERMINUS OF RIGHT OF WAY DESCRIBED BY VOLUME 3581, PAGE 220 AT TOWN LINE

40' WIDE RIGHT OF WAY CENTERED ON EXISTING WOODS ROAD (8' WIDE 4-WHEEL DRIVE)

STREAM CROSSING (FORD)

T16 M.D. 19 S.D.

160'

T16 M.D. 19 S.D.

160'

TOWNSHIP

APPROXIMATE LOCATION OF THE NORTHERLY END OF THE RIGHT OF WAY DESCRIBED BY INTERNATIONAL PAPER COMPANY ROAD NO. 76-23-01.

NOW OR FORMERLY **H.C. HAYNES** VOLUME 9216, PAGE 219

NORTHERLY TERMINUS OF 40 FOOT WIDE RIGHT OF WAY GRANTED TO S.P. FORESTS L.L.C. AS DESCRIBED BY A DEED FROM HERBERT C. HAYNES RECORDED IN VOLUME 3581, PAGE 220

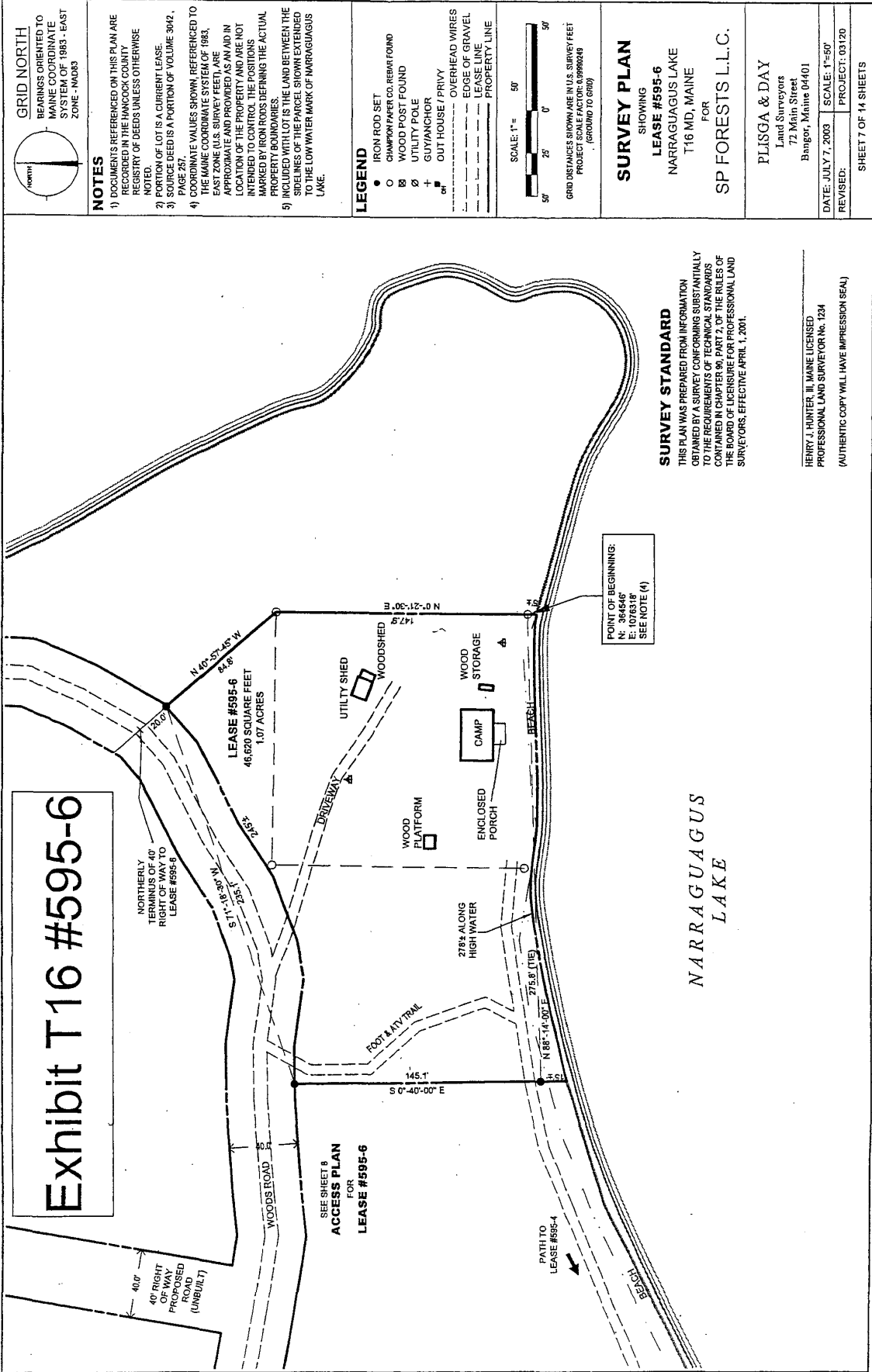
**SP FORESTS L.L.C.** VOLUME 3042, PAGE 257

FORMERLY **ST. REGIS PAPER COMPANY** VOLUME 711, PAGE 434

**SURVEY STANDARD**

THIS PLAN WAS PREPARED FROM INFORMATION OBTAINED BY A SURVEY CONFORMING SUBSTANTIALLY TO THE REQUIREMENTS OF TECHNICAL STANDARDS CONTAINED IN CHAPTER 90, PART 2, OF THE RULES OF THE BOARD OF LICENSURE FOR PROFESSIONAL LAND SURVEYORS, EFFECTIVE APRIL 1, 2001.

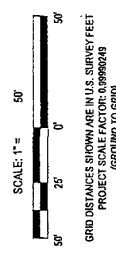
HENRY J. RITTER, III, MAINE LICENSED PROFESSIONAL LAND SURVEYOR No. 1214  
 (AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)



**GRID NORTH**  
 BEARINGS ORIENTED TO  
 MAINE COORDINATE  
 SYSTEM OF 1983 - EAST  
 ZONE - NAD83

- NOTES**
- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE HANCOCK COUNTY REGISTRY OF DEEDS UNLESS OTHERWISE NOTED.
  - 2) CHAMPAIGN LOT IS A CURRENT LEASE.
  - 3) SOURCE DEEDS IS A PORTION OF VOLUME 3042, PAGE 257.
  - 4) COORDINATE VALUES SHOWN REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, EAST ZONE (U.S. SURVEY FEET), ARE APPROXIMATE AND PROVIDED AS AN AID IN LOCATION OF THE PROPERTY AND ARE NOT INTENDED TO CONTROL. THE POSITIONS MARKED BY IRON RODS DEFINING THE ACTUAL PROPERTY BOUNDARIES.
  - 5) INCLUDED WITH LOT IS THE LAND BETWEEN THE SIDELINES OF THE PARCEL SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

- LEGEND**
- IRON ROD SET
  - CHAMPION PAPER CO. REBAR FOUND
  - ⊗ WOOD POST FOUND
  - ⊕ UTILITY POLE
  - + GUY/ANCHOR
  - ⊕ OUTHOUSE / PRIVY
  - OVERHEAD WIRES
  - EDGE OF GRAVEL
  - LEASE LINE
  - PROPERTY LINE



**SURVEY PLAN**  
 SHOWING  
**LEASE #595-6**  
 NARRAGUAGUS LAKE  
 T16 MD, MAINE  
 FOR  
**SP FORESTS L.L.C.**

**PLISSGA & DAY**  
 Land Surveyors  
 72 Main Street  
 Bangor, Maine 04401

DATE: JULY 7, 2003 | SCALE: 1"=50'  
 REVISED: | PROJECT: 03120  
 SHEET 7 OF 14 SHEETS

**SURVEY STANDARD**  
 THIS PLAN WAS PREPARED FROM INFORMATION OBTAINED BY A SURVEY CONFORMING SUBSTANTIALLY TO THE REQUIREMENTS OF TECHNICAL STANDARDS CONTAINED IN CHAPTER 90, PART 2, OF THE RULES OF THE BOARD OF LICENSURE FOR PROFESSIONAL LAND SURVEYORS, EFFECTIVE APRIL 1, 2001.

HENRY J. HUNTER, III, MAINE LICENSED PROFESSIONAL LAND SURVEYOR No. 1234  
 (AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)

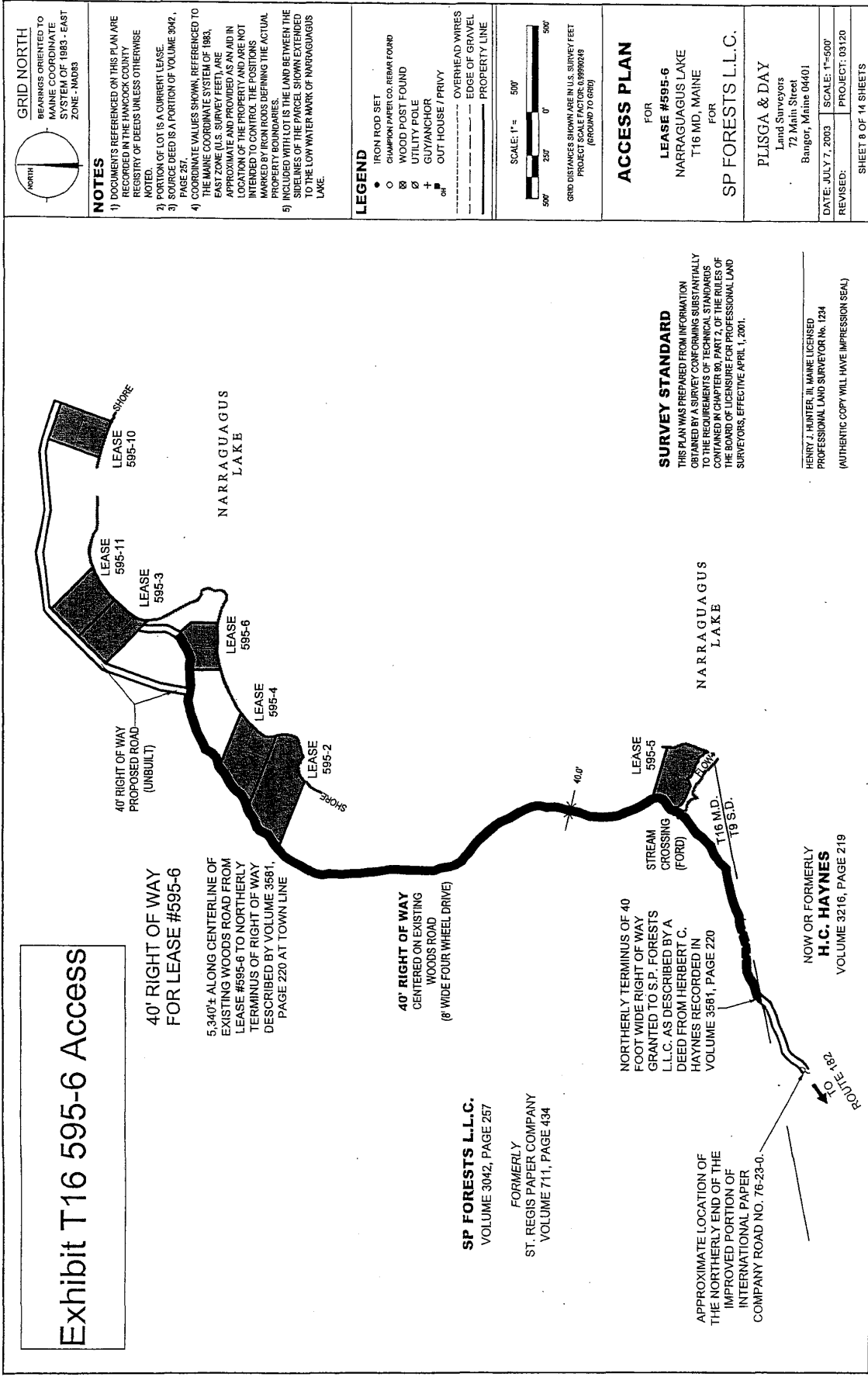
**Exhibit T16 #595-6**

NARRAGUAGUS LAKE

POINT OF BEGINNING:  
 N: 36.6546'  
 E: 107.6318'  
 SEE NOTE (4)

SEE SHEET 8  
 ACCESS PLAN  
 FOR  
 LEASE #595-6





**GRID NORTH**  
 BEARINGS ORIENTED TO  
 MAINE COORDINATE  
 SYSTEM OF 1983 - EAST  
 ZONE - NAD83

**NOTES**  
 1) DOCUMENTS REFERENCED ON THIS PLAN ARE  
 RECORDED IN THE HANCOCK COUNTY  
 REGISTRY OF DEEDS UNLESS OTHERWISE  
 NOTED.  
 2) PORTION OF LOT IS A CURRENT LEASE.  
 3) SOURCE DEED IS A PORTION OF VOLUME 3942,  
 AS SHOWN.  
 4) COORDINATE VALUES SHOWN REFERENCED TO  
 THE MAINE COORDINATE SYSTEM OF 1983,  
 EAST ZONE (U.S. SURVEY FEET), ARE  
 APPROXIMATE AND PROVIDED AS AN AID IN  
 LOCATION OF THE PROPERTY AND ARE NOT  
 INTENDED TO CONTROL. THE POSITIONS  
 MARKED BY IRON RODS DEFINING THE ACTUAL  
 PROPERTY BOUNDARIES.  
 5) INCLUDED WITH LOT IS THE LAND BETWEEN THE  
 SIDELINES OF THE PARCEL SHOWN EXTENDED  
 TO THE LOW WATER MARK OF NARRAUGUS  
 LAKE.

**LEGEND**  
 ● IRON ROD SET  
 ○ CHAMPION PAPER CO. REBAR FOUND  
 ⊗ WOOD POST FOUND  
 ⊕ UTILITY POLE  
 ⊕ GUYANCHOR  
 ⊕ OUT HOUSE / PRIVY  
 --- OVERHEAD WIRES  
 - - - EDGE OF GRAVEL  
 - - - PROPERTY LINE

SCALE: 1" = 500'  
 500' 250' 0' 500'

GRID DISTANCES SHOWN ARE IN U.S. SURVEY FEET  
 PROJECT NUMBER: 03120  
 (REGARD TO 6899)

**ACCESS PLAN**  
 FOR  
**LEASE #595-6**  
 NARRAUGUS LAKE  
 T16 MD, MAINE  
 FOR  
**SP FORESTS L.L.C.**

**PLISGA & DAY**  
 Land Surveyors  
 72 Main Street  
 Bangor, Maine 04401

DATE: JULY 7, 2003 SCALE: 1"=500'  
 REVISED: PROJECT: 03120  
 SHEET 8 OF 14 SHEETS

**Exhibit T16 595-6 Access**

**40' RIGHT OF WAY  
 FOR LEASE #595-6**  
 5,340'± ALONG CENTERLINE OF  
 EXISTING WOODS ROAD FROM  
 LEASE #595-6 TO NORTHERLY  
 TERMINUS OF RIGHT OF WAY  
 DESCRIBED BY VOLUME 3581,  
 PAGE 220 AT TOWN LINE

**40' RIGHT OF WAY  
 CENTERED ON EXISTING  
 WOODS ROAD  
 (8' WIDE FOUR WHEEL DRIVE)**

**SP FORESTS L.L.C.**  
 VOLUME 3042, PAGE 257  
 FORMERLY  
 ST. REGIS PAPER COMPANY  
 VOLUME 711, PAGE 434

NORTHERLY TERMINUS OF 40  
 FOOT WIDE RIGHT OF WAY  
 GRANTED TO SP FORESTS  
 L.L.C. AS DESCRIBED BY A  
 DEED FROM HERBERT C.  
 HAYNES RECORDED IN  
 VOLUME 3581, PAGE 220

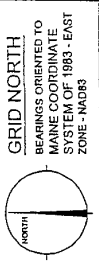
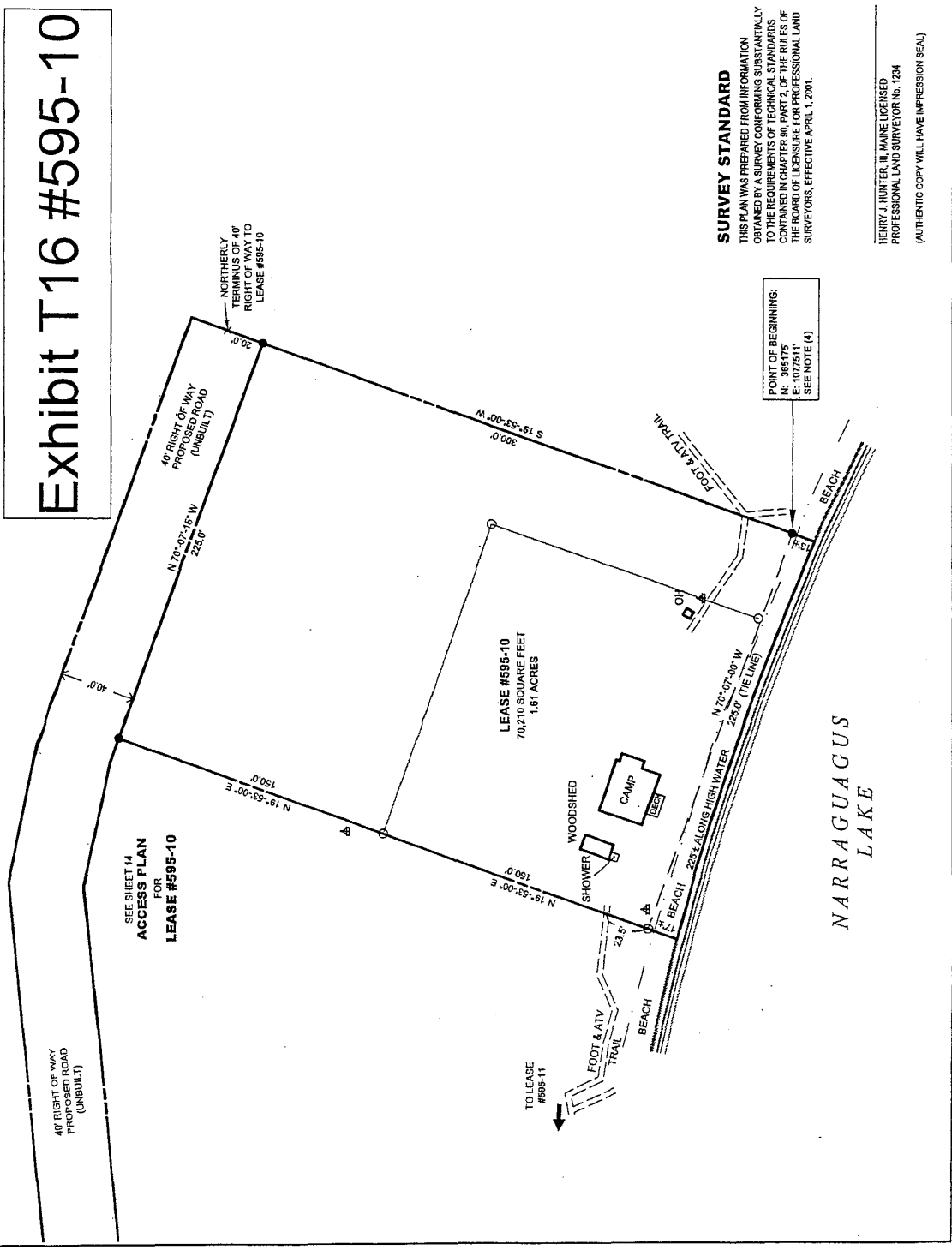
APPROXIMATE LOCATION OF  
 THE NORTHERLY END OF THE  
 IMPROVED PORTION OF  
 INTERNATIONAL PAPER  
 COMPANY ROAD NO. 76-23-0.

NOW OR FORMERLY  
**H.C. HAYNES**  
 VOLUME 3216, PAGE 219

**SURVEY STANDARD**  
 THIS PLAN WAS PREPARED FROM INFORMATION  
 OBTAINED BY A SURVEY CONFORMING SUBSTANTIALLY  
 TO THE REQUIREMENTS OF TECHNICAL STANDARDS  
 OF THE BOARD OF PROFESSIONAL LAND SURVEYORS,  
 PART 7, OF THE RULES OF  
 THE BOARD OF LICENSING FOR PROFESSIONAL LAND  
 SURVEYORS, EFFECTIVE APRIL 1, 2001.

HENRY J. HUNTER, II, MAINE LICENSED  
 PROFESSIONAL LAND SURVEYOR No. 1234  
 (AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)

# Exhibit T16 #595-10

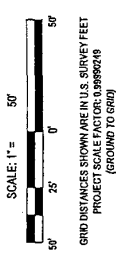


**NOTES**

- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE PUBLIC RECORDS OF THE REGISTERED DEEDS UNLESS OTHERWISE NOTED.
- 2) PORTION OF LOT IS A CURRENT LEASE.
- 3) SOURCE DEED IS A PORTION OF VOLUME 3042, PAGE 257.
- 4) COORDINATE VALUES SHOWN, REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, EAST ZONE (U.S. SURVEY FEET), ARE APPROXIMATE AND PROVIDED AS AN AID IN LOCATION OF THE PROPERTY AND ARE NOT INTENDED TO CONTROL THE POSITIONS MARKED BY IRON RODS DEFINING THE ACTUAL PROPERTY BOUNDARIES.
- 5) THE UNDEVELOPED LAND BETWEEN THE SPINES OF THE PARCEL SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

**LEGEND**

- IRON ROD SET
- CHAMPION PAPER CO. REBAR FOUND
- ⊗ WOOD POST FOUND
- ⊕ UTILITY POLE
- ⊕ GUYANCHOR
- ⊕ OUT HOUSE / PRIVY
- OVERHEAD WIRES
- - - EDGE OF GRAVEL
- - - LEASE LINE
- ▬▬▬ PROPERTY LINE



**SURVEY PLAN**  
 SHOWING  
**LEASE #595-10**  
 NARRAGUAGUS LAKE  
 T16 MD, MAINE  
 FOR  
**SP FORESTS L.L.C.**

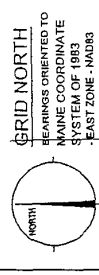
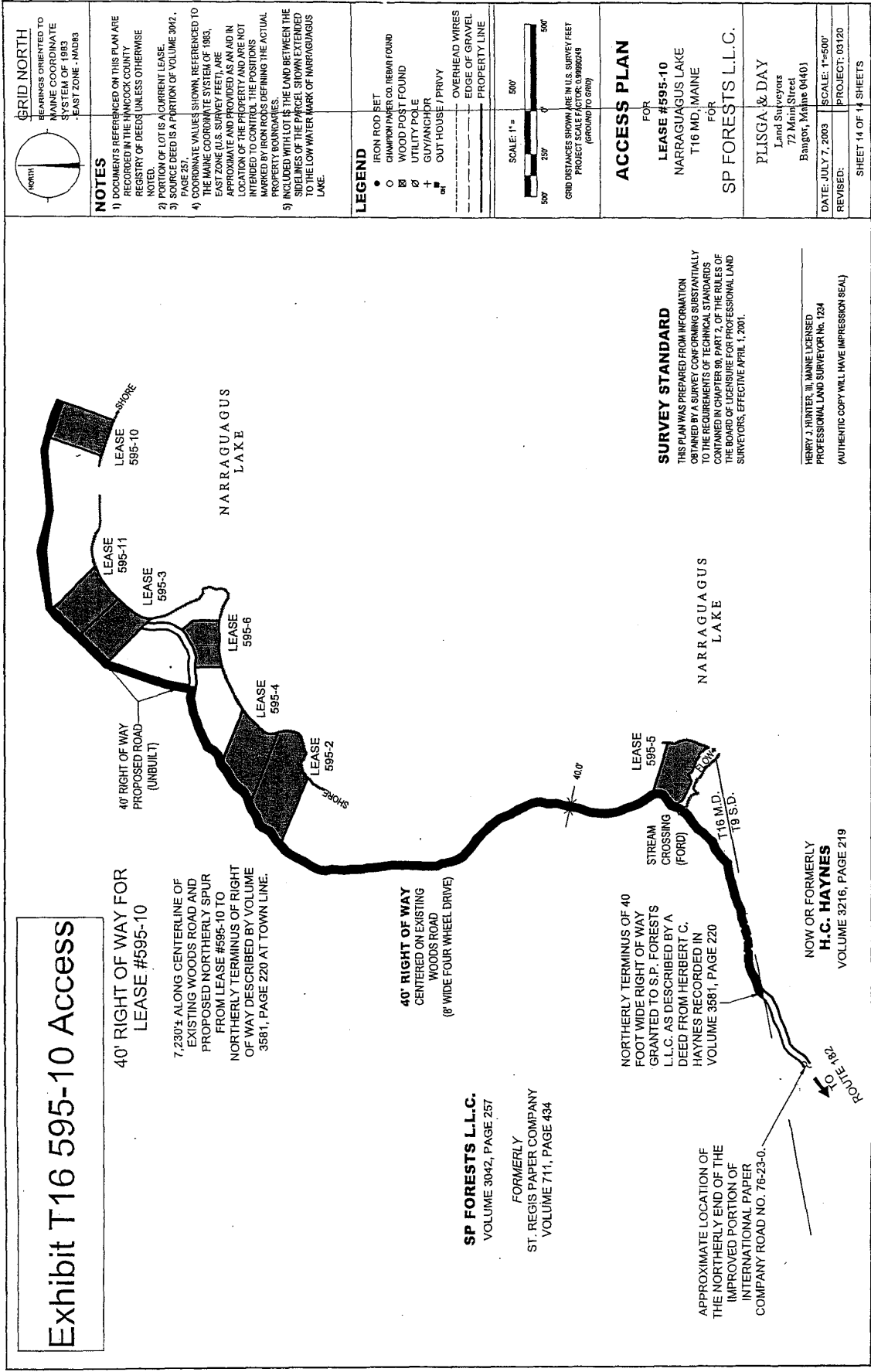
**PLISGA & DAY**  
 Land Surveyors  
 72 Main Street  
 Bangor, Maine 04401

DATE: JULY 7, 2003    SCALE: 1"=50'  
 REVISED:                      PROJECT: 03120  
 SHEET 13 OF 14 SHEETS

**SURVEY STANDARD**  
 THIS PLAN WAS PREPARED FROM INFORMATION OBTAINED BY THE SURVEYOR SUBSTANTIALLY TO THE REQUIREMENTS OF THE REGULATIONS CONTAINED IN CHAPTER 60, PART 2, OF THE RULES OF THE BOARD OF LICENSURE FOR PROFESSIONAL LAND SURVEYORS, EFFECTIVE APRIL 1, 2001.

HENRY J. HUNTER, III, MAINE LICENSED PROFESSIONAL LAND SURVEYOR NO. 1234  
 (AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)

POINT OF BEGINNING:  
 N 70°-07'-00" W  
 E: 107.2511'  
 SEE NOTE (4)

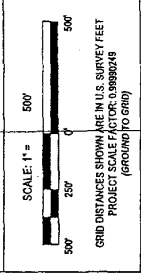


**NOTES**

- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE HANCOCK COUNTY REGISTRY OF DEEDS UNLESS OTHERWISE NOTED.
- 2) PORTION OF LOT IS ACCURANT LEASE.
- 3) SOURCE DEED IS A PORTION OF VOLUME 3042, PAGE 257.
- 4) BOUNDARY VALUES SHOWN REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, EAST ZONE (U.S. SURVEY FEET) ARE APPROXIMATE AND PROVIDED AS AN AID IN LOCATION OF THE PROPERTY AND ARE NOT INTENDED TO CONTROL. THE POSITIONS MARKED BY IRON RODS DEFINING THE ACTUAL PROPERTY BOUNDARIES.
- 5) INCLUDED WITH LOT IS THE LAND BETWEEN THE SIDELINES OF THE PARCEL SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

**LEGEND**

- IRON ROD SET
- CHAMPION PAPER CO. REMAIN FOUND
- ⊗ WOOD POST FOUND
- ⊕ UTILITY POLE
- + GUY/WANCHDR
- OUT HOUSE / PRIVY
- OVERHEAD WIRES
- - - EDGE OF GRAVEL
- PROPERTY LINE



**ACCESS PLAN**

FOR  
**LEASE #595-10**  
 NARRAGUAGUS LAKE  
 T16 MD., MAINE  
 FOR  
**SP FORESTS L.L.C.**

**FLISGA & DAY**  
 Land Surveyors  
 72 Main Street  
 Bangor, Maine 04401

DATE: JULY 7, 2003 SCALE: 1"=500'  
 REVISED: PROJECT: 03120  
 SHEET 14 OF 14 SHEETS

**Exhibit T16 595-10 Access**

**40' RIGHT OF WAY FOR LEASE #595-10**

7,230± ALONG CENTERLINE OF EXISTING WOODS ROAD AND PROPOSED NORTHERLY SPUR FROM LEASE #595-10 TO NORTHERLY TERMINUS OF RIGHT OF WAY DESCRIBED BY VOLUME 3581, PAGE 220 AT TOWN LINE.

**40' RIGHT OF WAY CENTERED ON EXISTING WOODS ROAD (8' WIDE FOUR WHEEL DRIVE)**

**SP FORESTS L.L.C.**  
 VOLUME 3042, PAGE 257

FORMERLY  
 ST. REGIS PAPER COMPANY  
 VOLUME 711, PAGE 434

NORTHERLY TERMINUS OF 40 FOOT WIDE RIGHT OF WAY GRANTED TO S.P. FORESTS L.L.C. AS DESCRIBED BY A DEED FROM HERBERT C. HAYNES RECORDED IN VOLUME 3581, PAGE 220

NOW OR FORMERLY  
**H.C. HAYNES**  
 VOLUME 3216, PAGE 219

**SURVEY STANDARD**

THIS PLAN WAS PREPARED FROM INFORMATION OBTAINED BY A SURVEY CONFORMING SUBSTANTIALLY TO THE REQUIREMENTS OF TECHNICAL STANDARDS CONTAINED IN CHAPTER 90, PART 2, OF THE RULES OF THE BOARD OF LICENSURE FOR PROFESSIONAL LAND SURVEYORS, EFFECTIVE APRIL 1, 2001.

HENRY J. HUNTER, III, MAINE LICENSED PROFESSIONAL LAND SURVEYOR No. 1234  
 (AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)

APPROXIMATE LOCATION OF THE NORTHERLY END OF THE IMPROVED PORTION OF INTERNATIONAL PAPER COMPANY ROAD NO. 76-23-0.

**GRID NORTH**  
BEARINGS ORIENTED TO  
MAINE COORDINATE  
SYSTEM OF 1983 - EAST  
ZONE - 18N083

**NOTES**

- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE HANCOCK COUNTY REGISTRY OF DEEDS UNLESS OTHERWISE NOTED.
- 2) POSITION OF LOT IS A CURRENT LEASE.
- 3) SOURCE DEED IS A PORTION OF VOLUME 2042, PAGE 257.
- 4) COORDINATE VALUES SHOWN, REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, EAST ZONE (U.S. SURVEY FEET), ARE APPROXIMATE AND PROVIDED AS AN AID IN LOCATION OF THE PROPERTY AND ARE NOT INTENDED TO CONTROL THE POSITIONS MARKED BY IRON RODS DEFINING THE ACTUAL PROPERTY BOUNDARIES.
- 5) INCLUDED WITH LOT IS THE LAND BETWEEN THE SIDELINES OF THE PARCEL SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGUAGUS LAKE.

**LEGEND**

- IRON ROD SET
- CHAMPION PAPER CO. REBAR FOUND
- ⊗ WOOD POST FOUND
- ⊕ UTILITY POLE
- ⊕ GUYANCHOR
- OVERHEAD WIRES
- - - EDGE OF GRAVEL
- - - LEASE LINE
- PROPERTY LINE

SCALE: 1" = 50'

GRID DISTANCES SHOWN ARE IN U.S. SURVEY FEET PROJECTED TO GRID (ROUND TO 0.00')

**SURVEY PLAN**  
SHOWING  
**LEASE #595-11**  
NARRAGUAGUS LAKE  
T16 MD, MAINE  
FOR  
**SP FORESTS L.L.C.**

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**PLISGA & DAY**  
Land Surveyors  
72 Main Street  
Bangor, Maine 04401

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DATE: JULY 7, 2003    SCALE: 1"=50'  
REVISED:    PROJECT: 03120

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SHEET 11 OF 14 SHEETS

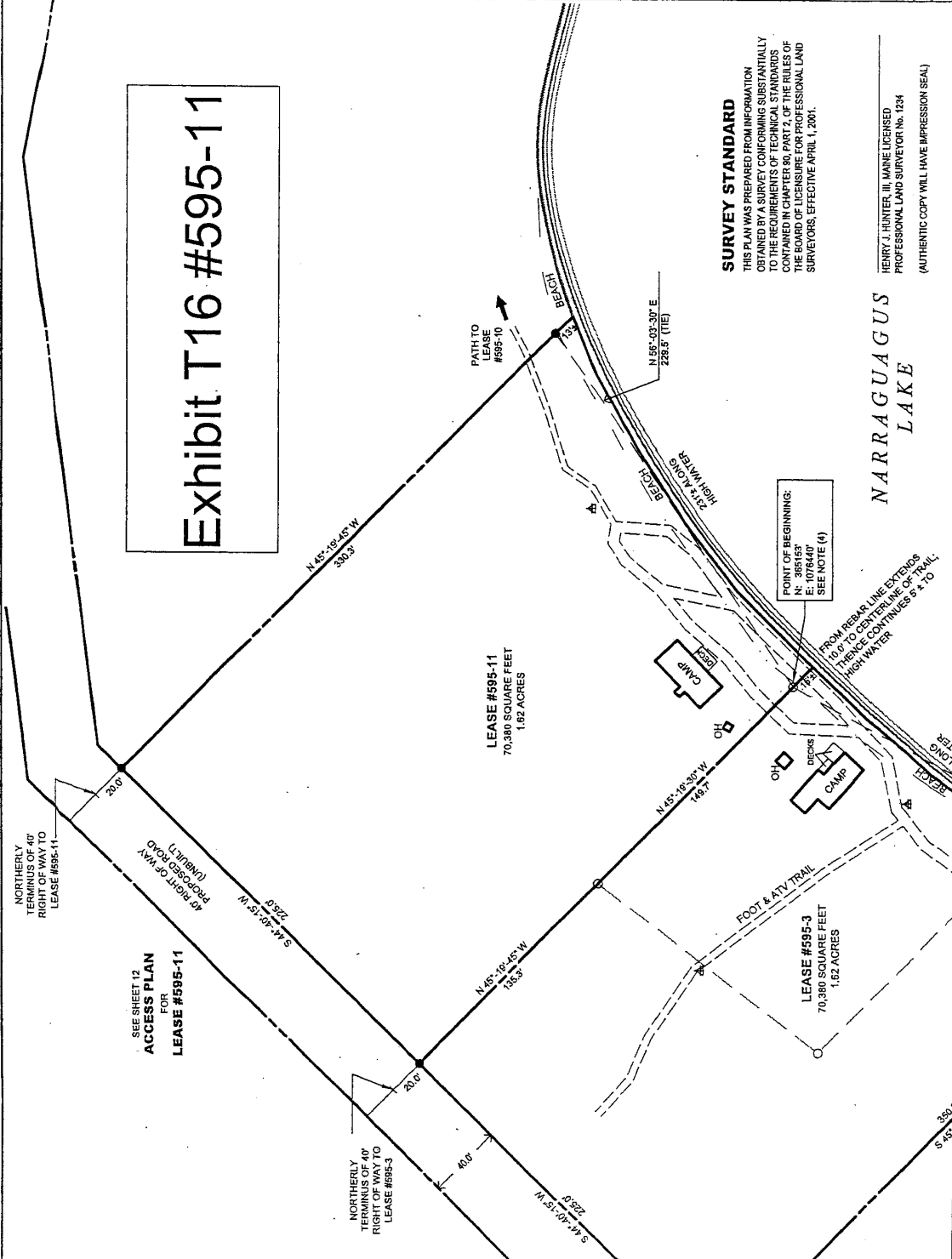


Exhibit T16 #595-11

**SURVEY STANDARD**  
THIS PLAN WAS PREPARED FROM INFORMATION OBTAINED BY A SURVEY CONFORMING SUBSTANTIALLY TO THE REQUIREMENTS OF TECHNICAL STANDARDS FOR THE PRACTICE OF PROFESSIONAL LAND SURVEYORS, EFFECTIVE APRIL 1, 2001.

HENRY J. HUNTER III, MAINE LICENSED PROFESSIONAL LAND SURVEYOR No. 1234  
(AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)

NARRAGUAGUS  
LAKE

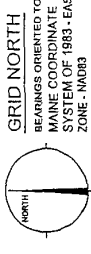
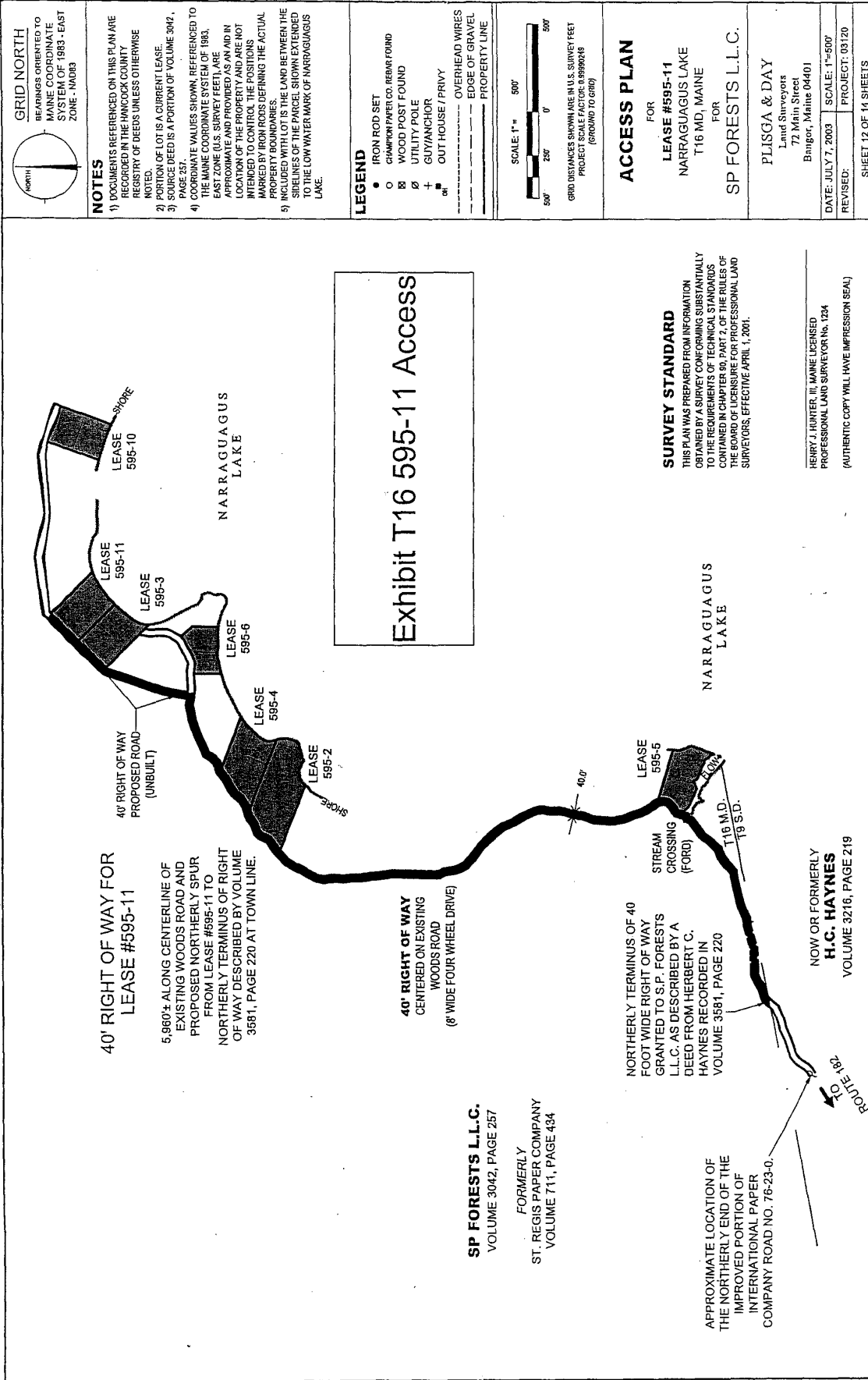
**POINT OF BEGINNING:**  
N: 985153'  
E: 1078440'  
SEE NOTE (4)

FROM PREPAR LINE EXTENDS 100.0 TO CENTERLINE OF TRAIL THEREICE CONTINUES S 4° TO HIGH WATER

SEE SHEET 12  
ACCESS PLAN  
FOR  
LEASE #595-11

NORTHERLY TERMINUS OF 40' RIGHT OF WAY TO LEASE #595-11

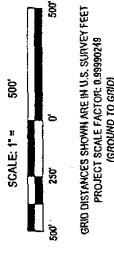
NORTHERLY TERMINUS OF 40' RIGHT OF WAY TO LEASE #595-3



**NOTES**

- 1) DOCUMENTS REFERENCED ON THIS PLAN ARE RECORDED IN THE PUBLIC RECORDS OF THE COUNTY OF MAINE. NOTES PERTAINING TO THE PROPERTY OF DEEDS UNLESS OTHERWISE NOTED.
- 2) PORTION OF LOT IS A CURRENT LEASE.
- 3) SOURCE DEED IS A PORTION OF VOLUME 3042, PAGE 257.
- 4) COORDINATE VALUES SHOWN, REFERENCED TO THE MAINE COORDINATE SYSTEM OF 1983, APPROXIMATE AND PROVIDED AS AN AID IN LOCATION OF THE PROPERTY AND ARE NOT INTENDED TO CONTROL THE POSITIONS SHOWN BY THIS SURVEY. THE ACTUAL POSITIONS OF THE PROPERTY ARE DEFINED BY THE ACTUAL SURVEYED POINTS.
- 5) INCLUDED WITH LOT IS THE LAND BETWEEN THE SIDELINES OF THE PARCEL SHOWN EXTENDED TO THE LOW WATER MARK OF NARRAGAGUS LAKE.

- LEGEND**
- IRON ROD SET
  - CHAIN/PAPER CO. REBAR FOUND
  - ⊗ WOOD POST FOUND
  - ⊕ UTILITY POLE
  - + GUY/ANCHOR
  - OH OUT HOUSE / PRIVY
  - OVERHEAD WIRES
  - - - EDGE OF GRAVEL
  - PROPERTY LINE



**ACCESS PLAN**

FOR  
**LEASE #595-11**  
 NARRAGAGUS LAKE  
 T16 MD, MAINE  
 FOR  
**SP FORESTS L.L.C.**

**PLISGA & DAY**  
 Land Surveyors  
 72 Main Street  
 Bangor, Maine 04401

DATE: JULY 7, 2003	SCALE: 1"=500'
REVISED:	PROJECT: 03120
SHEET 12 OF 14 SHEETS	

**Exhibit T16 595-11 Access**

**SURVEY STANDARD**  
 THIS PLAN WAS PREPARED FROM INFORMATION OBTAINED BY A SURVEY CONFORMING SUBSTANTIALLY TO THE REQUIREMENTS OF THE RULES CONTAINED IN CHAPTER 99, PART 301 OF THE RULES OF THE BOARD OF LICENSURE FOR PROFESSIONAL LAND SURVEYORS, EFFECTIVE APRIL 1, 2001.

HENRY J. HUNTER, III, MAINE LICENSED PROFESSIONAL LAND SURVEYOR NO. 1294  
 (AUTHENTIC COPY WILL HAVE IMPRESSION SEAL)

APPROXIMATE LOCATION OF THE NORTHERLY END OF THE IMPROVED PORTION OF INTERNATIONAL PAPER COMPANY ROAD NO. 76-23-0.

**SP FORESTS L.L.C.**  
 VOLUME 3042, PAGE 257  
 FORMERLY  
 ST. REGIS PAPER COMPANY  
 VOLUME 711, PAGE 434

NOW OR FORMERLY  
**H.C. HAYNES**  
 VOLUME 3216, PAGE 219

**Exhibit F to Quitclaim Deed with Covenant**

The Property hereby conveyed is subject to the following matters of title (collectively, the "Permitted Exceptions"):

(i) Rights, if any, relating to the construction and maintenance in connection with any public utility of wires, poles, pipes, conduits and appurtenances thereto, on, under or across the Property;

(ii) Any "rollback" or additional taxes, penalties or interest imposed on the Property by any governmental authority for any year, and the current year's real property taxes and Maine Forestry Excise Tax, and any assessments, water rates and other charges of any kind or nature imposed upon or levied against or on account of the Property by any governmental authority, which are not yet due and payable but are liens on the Property;

(iii) Restrictions on Grantee's ability to build upon or use the Property imposed by any current or future development standards, building or zoning ordinances or any other law or regulation of any governmental authority;

(iv) Rights of parties in possession and any state of facts which an accurate survey or an inspection of the Property would reveal, including, but not limited to, the location of boundary lines, improvements and encroachments, if any;

(v) All outstanding easements, servitudes, rights-of-way, flowage rights, restrictions, licenses, leases, reservations, covenants and all other rights in third parties of record, or acquired through prescription or adverse possession;

(vi) All previous reservations, exceptions and conveyances of the oil, gas, associated hydrocarbons, minerals and mineral substances, and royalty and other mineral rights and interests;

(vii) All claims of governmental authorities in and to any portion of the Property lying in the bed of any streams, creeks or waterways or Great Ponds, or other submerged lands or land now or formerly subject to the ebb and flow of tidal waters or any claims of riparian rights;

(viii) Any and all restrictions on use of the Property due to environmental protection laws, including, without limitation, wetlands protection laws, rules, regulations and orders;

(ix) Other standard title exceptions in the state in which the Property is located.

*E/Ret. Dean A. Beaupain, LLC  
4 Hill St  
Millinocket, ME  
04468*

## **Bangor Hydro Electric Documents**



January 28, 2011

David Fowler  
First Wind Energy, LLC  
Development Manager  
129 Middle Street  
Portland, Maine 04101

Re: Bull Hill Project / Blue Sky East, LLC

Dear Dave:

This letter confirms that Bangor Hydro Electric Company will continue to work with First Wind to interconnect the proposed Bull Hill wind power project to our 115kV transmission line (Line 66) in Township 16 MD BPP, Hancock County, Maine. This will be in accordance with the procedures and requirements outlined in ISO New England Inc.'s Open Access Transmission Tariff, Schedule 22.

We look forward to continuing to work with you regarding your interconnection request, and completing the necessary documents with respect thereto to our mutual satisfaction.

Sincerely,

A handwritten signature in blue ink that reads "Lisa Martin".

Lisa Martin  
Manager, Transmission Development

cc: Anthony Calcagni, Esq.  
Michael Clisham, Esq.  
John Gabarra  
Richard A. Shinay, Esq.



POLE LINE EASEMENT

KNOW ALL MEN BY THESE PRESENTS, That the undersigned Carol C. Sampson of Cohasset, Commonwealth of Massachusetts, in consideration of \$1.00, paid by BANGOR HYDRO-ELECTRIC COMPANY, a Maine corporation having its principal place of business at Bangor, County of Penobscot, State of Maine, the receipt whereof is hereby acknowledged, I hereby give, grant, bargain, sell and convey to said Bangor Hydro-Electric Company, its successors and assigns forever, the rights, privileges and easements hereinafter set forth and to be exercised within and with respect to so much of a strip of land located at Township 16, M.D. Hancock County Maine, and being 150 feet in width for its entire length as lies within the bounds of the premises described in a deed recorded at Hancock County Registry of Deeds, Volume 753, Page 430, to which deed and the recording thereof reference is hereby made for a complete description of the land subject to said rights, privileges and easements. The center line of the aforesaid strip is now staked out and the description of the premises subject to the exercise of said rights, privileges and easements, as contained in the aforesaid deed, is incorporated herein by reference thereto, with the same effect as if fully set forth herein.

The rights, privileges and easements hereby conveyed are as follows: The right to enter upon the premises hereinbefore described, with men and conveyances and all necessary tools and machinery. To dig pole holes, erect poles and other structures or apparatus, with their strengthening supports and place wires upon same along and across said strip of land. To enter upon said strip at any time for the purpose of maintaining or removing said structures, wires and apparatus. To transmit electricity over said wires at any pressure whatsoever, for any purpose. To clear and keep said strip cleared of trees, undergrowth and all other obstructions; provided however, that a fence containing removable bars so located as to readily permit the free and unobstructed - passage of conveyances and machinery along and across said strip shall not be deemed to be an obstruction; that if during the construction of said lines any portion of an existing usable fence located within said strip is removed by the employees of said Company, said portion shall be replaced by the Company with material of at least equal quality; that in restoring any such portion of said fence, the Company may incorporate therein removable bars or other means to permit its full enjoyment of the rights, privileges and easements granted; further provided that if, in the exercise of the aforesaid rights, privileges and easements, any damage be caused by the negligence of the employees of said Bangor Hydro-Electric Company, to the contiguous property of the owner thereof, said Bangor Hydro-Electric Company, its successors and assigns, shall pay reasonable compensation

therefor to the then owner of said property.

TO HAVE AND TO HOLD the aforegranted premises, with all the rights, privileges and easements stated, to said Bangor Hydro-Electric Company, its successors and assigns forever. And I do covenant with the said grantee, its successors and assigns, that I am lawfully seized in fee of the premises, that they are free of all encumbrances. That I have good right to grant, sell and convey the same to the said grantee, and that I and my heirs shall and will warrant and defend the same to the said grantee, its successors and assigns forever, against the lawful claims and demands of all persons.

IN WITNESS WHEREOF, I the said Carol C. Sampson and James M. Sampson, husband of said Carol C. Sampson in token of his release of all right of dower and title by inheritance in the granted premises, have hereunto set our hands and seals this 5<sup>th</sup> day of October, in the year of our Lord one thousand nine hundred and fifty-five.

Signed, sealed and delivered

in presence of

James M. Sampson

Carol M. Sampson (L.S.)

James M. Sampson (L.S.)

COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS:

5 October 1955.

Personally appeared the above named Carol C. Sampson and acknowledged the foregoing instrument to be her free act and deed.

Notarial

James M. Sampson

Seal

Notary Public

Rec'd Oct. 18, 1955 at 2h 20m P.M. and entered by,

Tessie B. Patten, Reg'r.

4512

POLF LINE EASEMENT

KNOW ALL MEN BY THESE PRESENTS, That the undersigned Albert T. Frost of Mariaville, Hancock County, State of Maine in consideration of \$1 00 and other valuable considerations paid by BANGOR HYDRO-ELECTRIC COMPANY, a Maine corporation having its principal place of business at Bangor, County of Penobscot, State of Maine, the receipt whereof is hereby acknowledged, does hereby give, grant, bargain, sell and convey to said Bangor Hydro-Electric Company, its successors and assigns forever, the rights, privileges and easements hereinafter set forth and to be exercised within and with respect to so much of a strip of land located at Mariaville Maine,

BOOK 781

the above instrument to be his free act and deed in his said capacity.

Notarial

Arthur J. Fenton

Seal

Justice of the Peace.

Notary Public

Rec'd Feb. 17, 1956 At 9H., -M., A.M. and entered by,

Tessie B. Patten, Reg'r.

547

KNOW ALL MEN BY THESE PRESENTS,  
That ST. REGIS PAPER COMPANY, a corporation organized and existing under the laws of the State of New York and having a place of business in Bucksport, in the County of Hancock and State of Maine, in consideration of one dollar and other valuable considerations paid by BANGOR HYDRO-ELECTRIC COMPANY, a Maine corporation having its principal place of business at Bangor, in the County of Penobscot and State of Maine, the receipt whereof is hereby acknowledged, does hereby GIVE, GRANT, BARGAIN, SELL and CONVEY to said Bangor Hydro-Electric Company, its successors and assigns forever, the rights, privileges and easements hereinafter set forth and to be exercised within and with respect to so much of a strip of land located in Mariaville, Hancock County, State of Maine, and being one hundred fifty (150) feet in width for its entire length, as lies within the bounds of the premises described in paragraphs 71 and 73 contained in a deed from Ellsworth Forest Products Corporation to St. Regis Paper Company dated December 29, 1950 and recorded in Hancock County Registry of Deeds in Book 739, Page 81, and in paragraphs 61, 89 and 90 contained in a deed from Time, Incorporated to St. Regis Paper Company dated December 17, 1946 and recorded in said Registry of Deeds in Book 711, Page 434, and the premises described in a deed from Earle D. Holt to St. Regis Paper Company dated June 11, 1952 and recorded in said Registry of Deeds in Book 745, Page 486, the descriptions of said premises as contained in the aforesaid deeds being incorporated herein by reference thereto with the same effect as if fully set forth herein. For a further location of the aforesaid premises, reference is made to Lots numbered 72, 50, 51 and 49 as shown on Plan of St. Regis Paper Company Lots in Mariaville, Hancock County, Maine, prepared by St. Regis Paper Company under date of October, 1954, the original plan being on file with St. Regis Paper Company and a copy thereof being on file with said Bangor Hydro-Electric Company at its Bangor, Maine offices, to which plan or copy thereof reference may be had for a further description and location of the premises servient to the exercise of the rights, privileges and easements herein conveyed. Said lots 72, 50, 51 and 49 are also shown on page 30 of Colby's 1881 Atlas of Hancock County. The center line of said strip is now

staked out and the description of the land servient to the exercise of said rights, privileges and easements as contained in the aforesaid deed from Time, Incorporated to St. Regis Paper Company and in the aforesaid deed from Ellsworth Forest Products Corporation to St. Regis Paper Company and in the aforesaid deed from Earle D. Holt to St. Regis Paper Company are incorporated herein by reference thereto with the same effect as if fully set forth herein.

Further granting to said Bangor Hydro-Electric Company, its successors and assigns forever, the rights, privileges and easements hereinafter set forth and to be exercised within and with respect to so much of a strip of land one hundred fifty (150) feet wide for its entire length as is contained within the land located at Waltham, County of Hancock, State of Maine, described in paragraphs 106(a) and 106(b) in a deed from Ellsworth Forest Products Corporation to St. Regis Paper Company dated December 29, 1950, recorded at Hancock County Registry of Deeds in Book 739, Page 81, to which deed and the recording thereof reference may be had. For a further location of the aforesaid premises, reference is made to Lots numbered 106(a) and 106(b) as shown on Plan of St. Regis Paper Company Lots in Mariaville, Hancock County, Maine (said plan also showing thereon St. Regis Paper Company Lots in Waltham), prepared by St. Regis Paper Company under date of October, 1954, the original plan being on file with St. Regis Paper Company and a copy thereof being on file with said Bangor Hydro-Electric Company at its Bangor, Maine offices, to which Plan or copy thereof reference may be had for a further description and location of the premises in Waltham servient to the exercise of the rights, privileges and easements herein conveyed. The center line of said strip is now staked out and the description of the land servient to the exercise of said rights, privileges and easements as contained in the aforesaid deed from Ellsworth Forest Products Corporation to St. Regis Paper Company is incorporated herein by reference thereto with the same effect as if fully set forth.

-2-

Further granting to said Bangor Hydro-Electric Company, its successors and assigns forever, the rights, privileges and easements hereinafter set forth and to be exercised within and with respect to so much of a strip of land one hundred fifty (150) feet wide for its entire length as is contained within the land located at Osborn Plantation, formerly Plantation 21, County of Hancock, State of Maine, described in paragraph 23 in a deed from Ellsworth Forest Products Corporation to St. Regis Paper Company dated December 29, 1950, recorded at Hancock County Registry of Deeds in Book 739, Page 81, to which deed and the recording thereof reference may be had. For a further location of the aforesaid premises, reference is made to a certain

Plan of St. Regis Paper Company Lands in Osborn Plantation (Formerly Township 21, M.D.), Hancock County, Maine, dated January and February, 1946, the original Plan being on file with St. Regis Paper Company and a copy thereof being on file with said Bangor Hydro-Electric Company at its Bangor, Maine offices, to which Plan or copy thereof reference may be had for a further description and location of the premises servient to the exercise of the rights, privileges and easements herein conveyed. The center line of said strip is now staked out and the description of the land servient to the exercise of said rights, privileges and easements, as contained in the aforesaid deed from Ellsworth Forest Products Corporation to St. Regis Paper Company is incorporated herein by reference thereto with the same effect as if fully set forth.

Further granting to said Bangor Hydro-Electric Company, its successors and assigns forever, the rights, privileges and easements hereinafter set forth and to be exercised within and with respect to so much of a strip of land one hundred fifty (150) feet wide for its entire length as is contained within the land located at Eastbrook, County of Hancock, State of Maine, described in paragraph 44 in a deed from Ellsworth Forest Products Corporation to St. Regis Paper Company dated December 29, 1950, recorded in Hancock County Registry of Deeds in Book 739, page 81, to which deed and the recording thereof reference may be had. For a further location of the aforesaid

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premises, reference is made to a certain Plan of St. Regis Paper Company Lands in Eastbrook, Hancock County, Maine, dated August-September, 1950, the original Plan being on file with St. Regis Paper Company and a copy thereof being on file with said Bangor Hydro-Electric Company at its Bangor, Maine offices, to which Plan or copy thereof reference may be had for a further description and location of the premises servient to the exercise of the rights, privileges and easements herein conveyed. The center line of said strip is now staked out and the description of the land servient to the exercise of said rights, privileges and easements, as contained in the aforesaid deed from Ellsworth Forest Products Corporation to St. Regis Paper Company is incorporated herein by reference thereto with the same effect as if fully set forth.

Further granting to said Bangor Hydro-Electric Company, its successors and assigns forever, the rights, privileges and easements hereinafter set forth and to be exercised within and with respect to so much of a strip of land located in Township 16, M.D. (Middle Division), Hancock County, Maine, and being one hundred fifty (150) feet in width for its entire length as lies within the bounds of the premises described in paragraphs 66, 83, 84, 85, 86, 87 and 88 contained in a deed from Time, Incorporated to St. Regis Paper Company dated December 17, 1946 and recorded in Hancock County Registry of Deeds in Book 711, Page 434, the descriptions of said premises as contained

in the aforesaid deed being incorporated herein by reference thereto with the same effect as if fully set forth herein, together with the further right to clear and keep cleared of natural growth, to the extent that the grantor herein may lawfully do so and no more, so much of said strip as is contained within the bounds of the reserved public lot in said Township 16, M.D. For a further location of the aforesaid premises, reference is made to a certain Plan of Maine Seaboard Paper Company Lots in Township No. 16 M.D., Hancock County, Maine, prepared by Prentiss & Carlisle Co. Inc., under date of February, 1933, the original Plan being on file with St. Regis Paper Company and a copy thereof being on file with said Bangor Hydro-Electric Company at

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its Bangor, Maine offices, to which Plan and copy thereof reference may be had for a further description and location of the premises servient to the exercise of the rights, privileges and easements herein conveyed. The center line of said strip is now staked out and the descriptions of the land servient to the exercise of said rights, privileges and easements as contained in the aforesaid deed from Time, Incorporated to St. Regis Paper Company are incorporated herein by reference thereto with the same effect as if fully set forth herein.

The rights, privileges and easements hereby conveyed with respect to the reserved public lot in Township 16, M.D. aforesaid are as follows: To enter upon the same with men, conveyances and all necessary tools and machinery for the purpose of clearing and keeping cleared of natural growth, to the extent that the grantor herein may lawfully do so and no more, so much of said strip as lies within the bounds of said public reserved lot.

The rights, privileges and easements hereby conveyed with respect to the premises hereinbefore described, excepting therefrom the aforesaid reserved public lot, are as follows: To enter thereon with men and conveyances and all necessary tools and machinery for the purpose of digging pole holes, erecting poles and other structures or apparatus, with their strengthening supports and place wires upon same along and across said strips of land. To enter upon said strips at any time for the purpose of maintaining or removing said structures, wires and apparatus. To transmit electricity over said wires at any pressure whatsoever, for any purpose. To clear and keep said strips cleared of trees, undergrowth and all other obstructions, provided however, that if, in the exercise of the aforesaid rights, privileges and easements, any damage be caused by the negligence of the employees of said Bangor Hydro-Electric Company, to the contiguous property of the owner thereof, said Bangor Hydro-Electric Company, its successors and assigns, shall pay reasonable compensation therefor to the then owner of said property.

TO HAVE AND TO HOLD the aforegranted rights, privileges and easements

stated, to said Bangor Hydro-Electric Company, its successors and assigns forever. And the grantor herein does covenant with the grantee herein, its successors and assigns, that it has good right to grant, sell and convey the aforesaid rights, privileges and easements to the grantee herein, and that it shall and will warrant and defend the same to the said grantee, its successors and assigns forever, against the lawful claims and demands of all persons claiming by, through or under it.

IN WITNESS WHEREOF, said St. Regis Paper Company has caused this instrument to be executed and its corporate seal to be impressed hereon by its duly authorized representative, this 6th day of JANUARY in the year of our Lord one thousand nine hundred and fifty-six.

Signed, Sealed and Delivered

in presence of  
Mary Mollahan

ST. REGIS PAPER COMPANY

By Willard J. Dixon      Corporate  
Its Vice President      Seal

STATE OF NEW YORK

NEW YORK, ss.

January 9, 1956

Personally appeared the above named Willard J. Dixon, Vice President of said St. Regis Paper Company as aforesaid, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

Notarial

James J. Sheehy

Seal

Notary Public

JAMES J. SHEEHY  
Notary Public, State of New York  
No. 30-3626750  
Qualified in Nassau County  
Certificate filed in the following Offices  
County Clerk New York County  
Term Expires March 30, 1957

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Rec'd Feb. 17, 1956 at 9h 10m A.M. and entered by,

Tessie B. Patten, Reg'r.

## MEMORANDUM

To: Maine Land Use Regulation Commission

From: Tony Calcagni

Date: November 17, 2010

Re: 20-year land division history – Lakeville Shores Property – T16 MD, Hancock County, Maine

The following is a land division history for the parent parcel now owned by Lakeville Shores, Inc. (“Lakeville Shores”) in T16 MD, Hancock County, Maine:

### **LAKEVILLE SHORES PARENT PARCEL – T16 MD, HANCOCK COUNTY, MAINE**

The parent parcel in T16 MD was acquired by Lakeville Shores from Five Islands Land Corporation and Herbert C. Haynes, Inc. a/k/a H.C. Haynes, Inc.<sup>1</sup> by deed dated February 18, 2009 and recorded in the Hancock County Registry of Deeds in Book 5141, Page 309.<sup>2</sup> Prior to Lakeville Shores’ ownership, the parent parcel was conveyed as follows (in chronological order):

- 1989, January 1: Entire parent parcel owned in fee by Champion International Corporation, which had acquired the parent parcel by the following: (i) deed dated May 17, 1985 and recorded in the Hancock County Registry of Deeds in Book 1539, Page 426; (ii) deed dated June 12, 1987 and recorded in the Hancock County Registry of Deeds in Book 1647, Page 359; and (iii) merger with St. Regis Corporation by Certificate of Merger dated April 1, 1985 and recorded in the Hancock County Registry of Deeds in Book 9, Page 151.
- 2000, December 31: Champion International Corporation merged with International Paper Company by Certificate of Merger recorded in the Hancock County Registry of Deeds in Book 3017, Page 191.
- 2001, March 12: Entire parent parcel conveyed to IP Maine Forests L.L.C. by International Paper Company by deed recorded in the Hancock County Registry of Deeds in Book 3036, Page 212, as corrected by deed dated June 20, 2001 and recorded in the Hancock County Registry of Deeds in Book 3095, Page 274.

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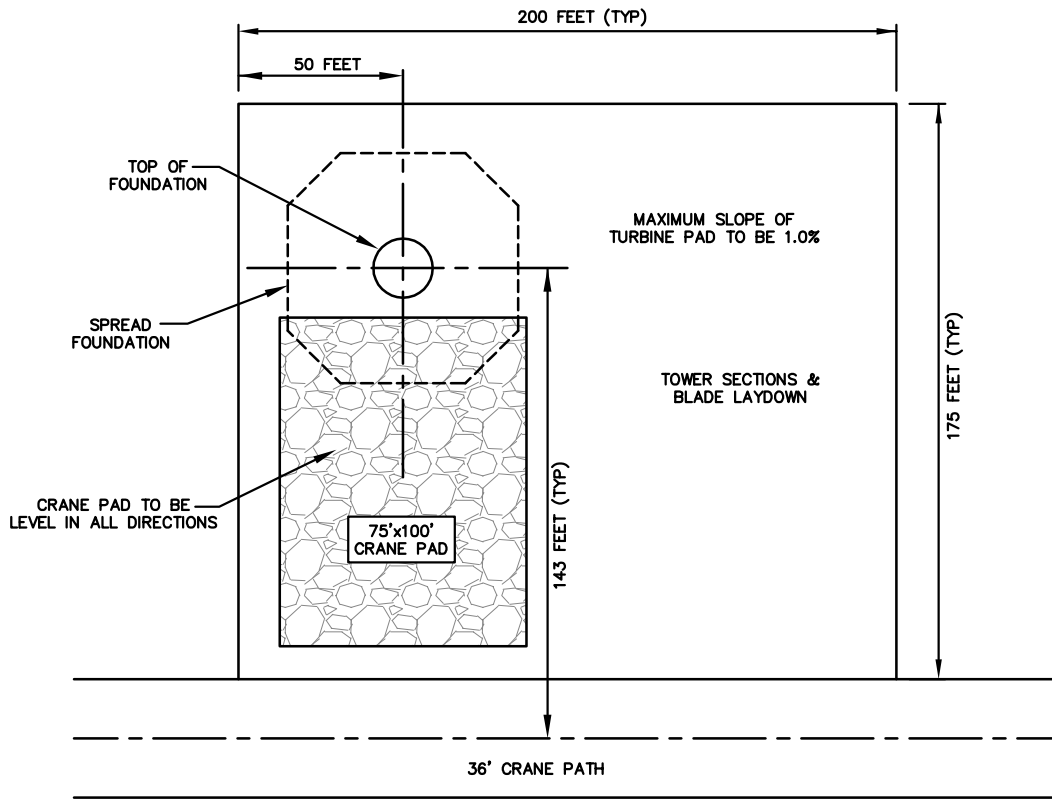
<sup>1</sup> Herbert C. Haynes, Inc. a/k/a H.C. Haynes, Inc. joined in this deed for the sole purpose of conveying its interest in a certain Permit to Use Sand, Clay and Gravel from International Paper Company dated May 20, 2004 and recorded in the Hancock County Registry of Deeds in Book 3934, Page 165.

<sup>2</sup> The deed into Lakeville Shores also reserves and excepts seven lease lots that are part of a previously approved LURC subdivision.



- 2001, March 26: IP Maine Forests L.L.C. merged with S.P. Forests L.L.C. by Certificate of Merger recorded in the Hancock County Registry of Deeds in Book 3042, Page 257.
- 2003, November 25: Out-parcel conveyed by S.P. Forests L.L.C. to Tree Top Manufacturing, Inc. by deed recorded in the Hancock County Registry of Deeds in Book 3809, Page 286. This lot was the first division in a five-year period; this lot is not counted for subdivision purposes after November 25, 2008.
- 2004, May 20: Entire parent parcel conveyed to Herbert C. Haynes, Inc. a/k/a H.C. Haynes, Inc. by S.P. Forests L.L.C. by deed recorded in the Hancock County Registry of Deeds in Book 3809, Page 286.
- 2004, May 28: Entire parent parcel conveyed to Five Islands Land Corporation by Herbert C. Haynes, Inc. a/k/a H.C. Haynes, Inc. by deed recorded in the Hancock County Registry of Deeds in Book 3936, Page 18.
- 2009, February 18: Entire parent parcel conveyed to Lakeville Shores, Inc. by Five Islands Land Corporation and Herbert C. Haynes, Inc. a/k/a H.C. Haynes, Inc. by deed recorded in the Hancock County Registry of Deeds in Book 5141, Page 309.

In light of the foregoing, there have been no unauthorized divisions within the past 20 years.



**TYPICAL TURBINE PAD LAYOUT**  
NOT TO SCALE

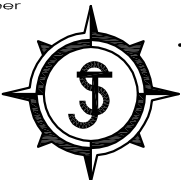
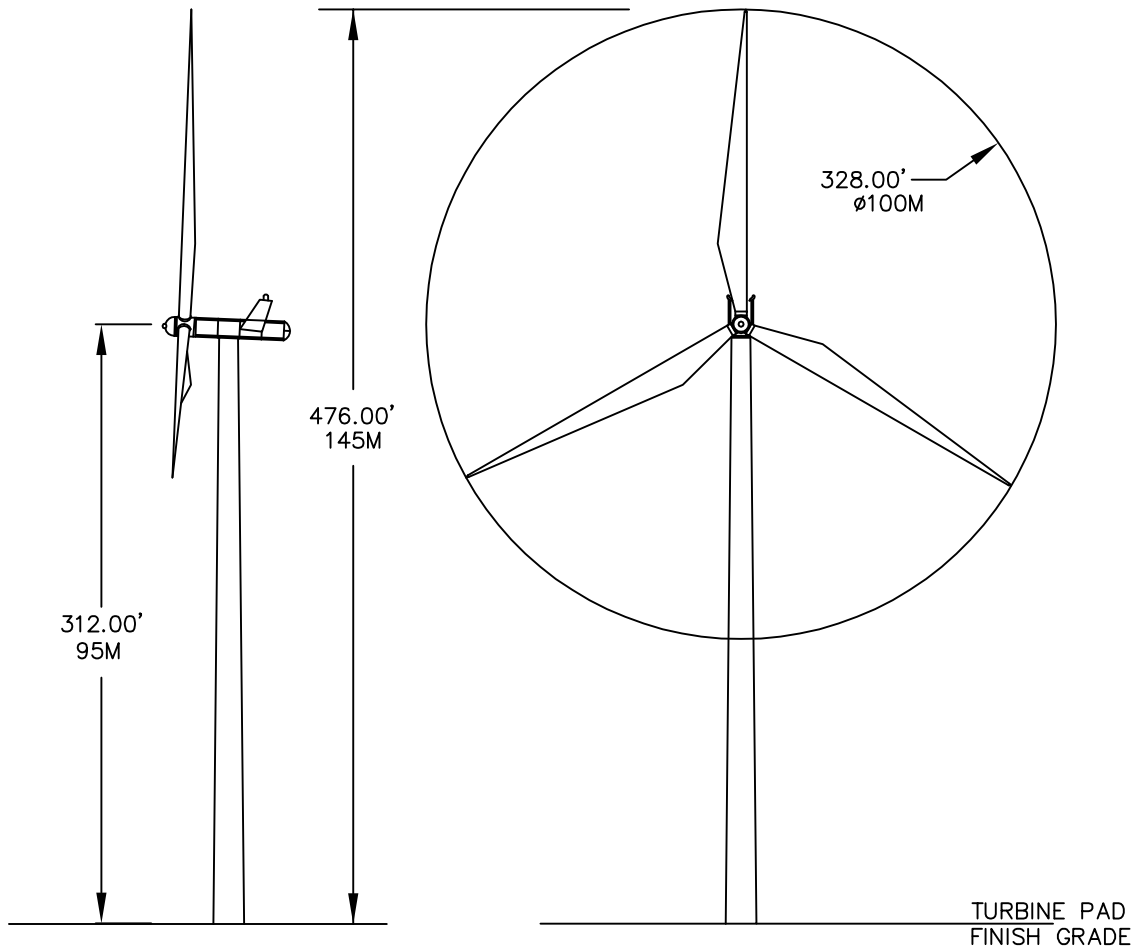
Project No. <b>74490E</b>	<b>BULL HILL WIND PROJECT</b>			
Engineer  <b>JAMES W. SEWALL COMPANY</b> ENGINEERS, SURVEYORS RESOURCE CONSULTANTS 136 CENTER STREET OLD TOWN, MAINE 04468 (207) 827-4456	Project Location HANCOCK COUNTY	Date 11/12/2010	Drawn by FHM	Checked by
Drawing Description <b>EXHIBIT 5A - TYPICAL TURBINE PAD LAYOUT</b>		Scale: NOT TO SCALE		

EXHIBIT 5A - Typical V100 Turbine.dwg

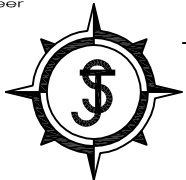


Project No.

**74490E**

Engineer

***JAMES W. SEWALL COMPANY***



ENGINEERS, SURVEYORS  
RESOURCE CONSULTANTS  
136 CENTER STREET  
OLD TOWN, MAINE 04468  
(207) 827-4456

**BULL HILL WIND PROJECT**

Project Location	Date	Drawn by	Checked by
HANCOCK COUNTY	1/25/2011	FHM	

Drawing Description	Scale:	1"=100'
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**EXHIBIT 5A - TYPICAL V100-1.8MW  
WIND TURBINE**

Typical V100 Turbine.dwg

It is anticipated that during construction, blasting will be required in some locations to break up bedrock ledge. This will enable road grades to accommodate oversized loads accessing the site and allow for construction of the turbine foundations and underground electrical collector lines. This blasting and other areas of excavation cuts will provide fill that can be used elsewhere on site for road, turbine pad, and turbine crane pad material. When designing the access road and crane path for this project, the project cut/fill balance attempted to minimize the net import or export of fill to or from the site. Any excess material will likely be utilized on-site. In addition, any waste concrete from tower foundations will also be used as fill in the turbine clearings.

Geotechnical investigations at each turbine site are currently under way but not complete, and therefore turbine foundation types have yet to be specified for this project. Preliminary indications suggest that the majority of turbine foundations will be a spread footing type of foundation.

### **General**

Blasting operations shall follow all local, state and federal regulations related to transportation and use of explosives.

### **Pre-Blast Surveys/Notifications**

Pre-blast surveys will be offered to all property owners within 2,000 foot radius of the blast site. Appropriate notices will be given and appointments arranged for those owners who desire a survey. Results of those surveys will be documented through video or still photographs and appropriate narration or written reports.

Property owners within 2,000 feet of the blast area will be provided a blasting schedule. The blasting schedule shall contain, at a minimum – (1) Name, address, and a telephone number of the operator, (2) Identification of the specific areas in which blasting will take place, (3) Dates and time periods when explosives are to be detonated, (4) Methods to be used to control access to the blasting areas, and (5) Type and patterns of audible warning and all-clear signals to be used before and after blasting.

### **Blast Monitoring**

All blasts will be monitored by a representative who has been properly trained in the setup and use of seismic monitoring equipment. At least one seismograph will be in use at all times. Placement of monitoring equipment will be at the nearest structure to the blast site.

### **Sequence of Blasting**

All blasting operations will be strictly coordinated with all appropriate parties. Emphasis will be on the safe and efficient removal of the rock existing on this project without impact to surrounding structures. Blasts will be developed so as to create adequate relief which will minimize ground vibrations and offer the greatest protection possible to the surrounding structures.

### **Blasting Procedures**

1. Blasting operations shall commence after 6:00 AM and cease before 6:00 PM.
2. Blasting cannot be conducted at times different from those announced in the blasting schedule except in emergency situations, such as electrical storms or public safety required unscheduled detonation.
3. Warning and all-clear signals of different character that are audible within a range of one-half mile from the point of the blast shall be given. All persons within the permit area shall be notified of the meaning of the signals through appropriate instructions and signs posted.
4. Access to blasting area shall be regulated to protect the public from the effects of blasting. Access to the blasting area shall be controlled to prevent unauthorized entry before each blast and until the perimeter's authorized representative has determined that no unusual circumstances exist after the blast. Access to and travel in or through the area can then safely resume.

5. Areas in which charged holes are awaiting firing shall be guarded, barricaded and posted or flagged against unauthorized entry.
6. All blasts shall be made in the direction of the stress relieved face.
7. All stemming shall be minimum as specified using clean, dry 3/8" crushed stone.
8. Blasting mats shall be used as the blasting contractor deems necessary to cover blasts.

### **Blasting Mats**

Blasting mats and backfill will be used to control excessive amounts of rock movement and flyrock when blasting in close proximity to structures. Mats will be placed so as to protect people and structures, and to minimize flyrock from entering a protected natural resource on, or surrounding the blast site and property.

### **Blast Security and Warning Whistles**

Each blast will be preceded by a security check of the affected area and then a series of warning whistles. Communications will be made with job site supervisors and local officials as required to ensure the safest possible operation. All personnel in the vicinity closest to the blast area will be warned. The warning whistles will follow the following sequence:

3 Whistles – 5 Minutes to Blast

2 Whistles – 1 Minute to Blast

1 Whistle – All Clear

The blast site will be examined by the blaster prior to the all clear signal to determine that it is safe to resume work. No blast will be fired until the area has been secured and determined safe.

### **Explosives**

All explosives will be delivered to the job site on a daily basis. There will be no overnight storage. Only the amount of explosives required to perform the day's work will be brought to the site. All explosives will be stored in approved magazines when not in use.

### **Blasting Personnel**

All blasting operations shall be conducted by experienced, trained and competent persons who understand the hazards involved. Persons working with explosive materials shall:

1. Have demonstrated a knowledge of, and willingness to comply with, safety and security requirements.
2. Be capable of using mature judgment in all situations.
3. Be of good physical condition and not addicted to intoxicants, narcotics, or other similar type of drugs.
4. The person(s) responsible for the explosives shall possess current knowledge of the local, State and Federal laws and regulations applicable to his work.
5. The person(s) responsible for the explosives shall have obtained a Certificate of Competency or a license as required by State law.

### **Licenses and Permits**

Blasting operations to be performed by a blaster who is fully licensed and insured for the transportation, use, and handling of explosives. Blasting permits will be applied for as required from local authorities.

**Blast Vibration**

Blast vibration will be monitored at the blast site, typically at the structure(s) closest to the blast site. Vibration limits will closely follow limits described in the State Regulations. Blast designs will be modified as required to stay within the guidelines. Blasting operations will be modified accordingly when approaching buildings and utilities.

Ground vibration peak particle velocity limits shall not exceed:

Refer to Appendix B, Figure B-1, U.S. Bureau of Mines RI 8507

Airblast overpressure level not to exceed 129 peak dB (linear) two Hertz high-pass system.

Sound from blasting may not exceed the following limits at any protected location:

1 Blast per day shall not exceed 129 dBl.

## 1.0 Typical Clearing Areas

### 1.1 Turbine Clearings

There are 19 wind turbine sites proposed for the Bull Hill Wind Project (See Exhibit 1A). Rectangular turbine pads are proposed for this project having a typical size of 200 feet by 175 feet. This area was determined based on the minimum area required by the turbine manufacturer to allow for efficient erection. At some turbine locations, additional area (250 feet by 75 feet) is provided adjacent to the turbine pads to allow for cranes to turnaround along the crane path.

The proposed clearing for each rectangular turbine pad is 35,000 square feet for the typical pad and 53,750 square feet when area for turnaround is provided (Turbines 1, 6, 7, 8, 10, and 19). Some additional clearing around each turbine site will also be required to allow for site grading and leveling, but the extent necessary will vary depending on the existing grades in the area of each turbine. The average clearing area is approximately 1.1 acres per typical turbine site and 1.6 acres per turbine when the turnaround area is provided. The total clearing for the 19 turbine sites is approximately 27.4 acres. Once the construction of the access road improvements, crane paths, and crane pads is complete and the turbines have been erected, the majority of turbine pad area will be allowed to revegetate except for the area immediately around the turbine to provide vehicle access for maintenance purposes. The total area of permanent impervious ground cover to remain at each turbine pad is 12,350 square feet (0.28 acres).

A crane in excess of 400 tons will be used to assemble the turbine rotors, erect the tower sections, and lift the nacelles and rotor assemblies onto the towers. These cranes are too large to be transported to the project site in one piece, and therefore must be delivered in component sections and assembled on-site. Crane assembly will take place within the turbine pad clearings.

### 1.2 Road Clearings

The project will primarily include the construction of 36-foot wide crane path roads that provide crane travel access to the turbine sites. It is anticipated that the crane will be assembled and disassembled four separate times for this project to construct the following turbines, T1 through T6, T7, T8 and T9 and T10 through T19.

The total length of crane path to be constructed for this project is approximately 3.9 miles. The average clearing width required for construction of the crane path roads is approximately 95 feet. This clearing width includes the 36-foot wide road, associated stormwater ditching, grading side slopes, and the buried electrical collector system. The total clearing for construction of the crane paths is 40.5 acres with 17.0 acres estimated as permanent clearing.

For the vast majority of the project, existing gravel logging roads will be utilized for the delivery of wind turbine generator components to the crane paths and turbine pads. A short portion of the existing roadway (1,400 feet) near turbine 14 will be reconstructed to go around the proposed turbine pad. Portions along the abandoned roadway alignment in this area will be allowed to revegetate. A short portion of the "Yellow Gate Road" is also being reconstructed to improve alignment and provide a more structurally supportive roadway to accommodate the delivery vehicles. The section of roadway is approximately 1,300 feet in length. Improved access roads will be constructed to a 24-foot width. Clearing for the roadway reconstruction will be approximately 80 feet wide and require approximately 1.3 acres of clearing.

Two intersection locations along the existing access roads leading to the project area will also need to be modified to accommodate the turning radii of the turbine delivery vehicles. These changes will include increasing roadway centerline radii and providing minor roadway widening to allow delivery vehicles to traverse through the intersections. The roadway widenings associated with these intersection improvements will be temporary and allowed to revegetate once delivery of wind turbine components is complete. The temporary clearing associated with these intersection improvements is estimated at 0.2 acre.

### 1.3 Temporary Laydown Areas

The project provides 6, 200-foot by 400-foot (typically) areas to be used as temporary equipment/material laydown areas and/or landing yard areas along the crane paths. Clearing associated with these laydown areas is estimated at 9.6 acres. These areas will be used frequently during project construction, but will be allowed to completely revegetate following completion of construction activities.

### 1.4 Substation and Operation and Maintenance Building

The project includes the construction of the electrical substation (200' x 341') and a 7,000-square foot Operation & Maintenance building for the facility. The clearing associated with this facility is approximately 4.1 acres.

### 1.5 Electrical Collector Line

The 34.5-kilovolt (kV) underground electrical collector line will be constructed to interconnect the project's 19 turbines to the proposed substation facility. The 34.5-kV buried line is designed for roadside and crane path installation and will fall within the clearing limits of the new crane paths. In order to connect the proposed crane paths, the collector line will follow exist roadways and fall within their existing clearing limits. A small amount of clearing (0.5 acre) will be necessary to connect the substation to the existing transmission line.

### 1.6 Meteorological Towers

The project is to include up to three permanent meteorological (met) towers to monitor and collect wind data associated for the wind farm. Four potential locations are shown on the plans in Exhibit 1A. The access roads to these towers will be 12 feet wide with a typical clearing width of approximately 50 feet. The met towers will be anchored at three guy locations. Total clearing associated with the permanent met towers is 8.4 acres.



### Anticipated Construction Schedule

TASK	DURATION
Preliminary layout and staking of new road segments, turbine clearings, and laydown areas	Week 1 - Week 4
Installation of erosion control measures in areas to be disturbed	Week 2 - Week 12
Clearing for roads, turbines, and laydown areas	Week 3 - Week 5
Grubbing and initial grading for roads, turbine and laydown areas	Week 4 - Week 16
Underground trench/conduit work	Week 4 - Week 22
Blasting as necessary and on-site stockpiling of reusable blasted bedrock	Week 5 - Week 22
Hauling and stockpiling of aggregate from local borrow pits	Week 5 - Week 31
Final grading for roads and turbine areas	Week 6 - Week 36
Construction of turbine foundations and substation transformer pad	Week 6 - Week 32
Erection of temporary met towers	Week 6 - Week 20
Turbine delivery, assembly of rotors, tower erection, lifting of nacelles and rotor assemblies, construction of above ground and underground collection system, permanent met towers	Week 25 - Week 34
Removal of temporary met towers	Week 26 - Week 32
Installation of transformers, initial activation of turbines	Week 32 - Week 34
Commissioning and testing of wind turbine generators and electrical interconnections	Week 34 - Week 38
Start of commercial operations	Week 38
Reseed temporary clearings	Week 38 - Week 44
Removal of temporary erosion and sedimentation control materials upon final site stabilization and reseeded.	Week 44 - Week 50

## **1.0 THE PURPOSE OF THE THIRD-PARTY INSPECTION**

Blue Sky East II, LLC (Blue Sky) anticipates that the Maine Land Use Regulation Commission (LURC) will require the retention of a third-party inspector to monitor compliance with LURC permit conditions during construction. A regular, qualified field presence for LURC during construction fosters greater compliance, and allows flexibility in erosion control determinations depending on the precise field conditions at the time of construction, both resulting in an efficient construction process that minimizes environmental impact. The objectives of this requirement are:

- 1) to ensure that all construction and stabilization activities comply with the permit conditions and the LURC-approved drawings and specifications;
- 2) to document field approved changes to erosion control measures;
- 3) to ensure that field decisions regarding erosion control implementation, stormwater system installation, and natural resource protection are based on sound engineering and environmental considerations; and
- 4) to ensure communication between the contractor and LURC regarding any changes to the development's erosion control plan, stormwater management plan, or final stabilization plan.

This document establishes the inspection program and outlines the responsibilities of the applicant, the LURC, and the inspector.

## **2.0 SELECTING THE INSPECTOR**

At least 30 days prior to starting construction activity on-site, the applicant will submit the names of at least two inspector candidates to LURC staff. Each candidate must meet the minimum qualifications listed under Section 3.0. The candidates may not be employees, partners, or contracted consultants involved with the permitting of the project or otherwise employed by the same company or agency. LURC staff will have 15 days from receiving the names to select one of the candidates as the inspector or to reject both candidates. If LURC staff fail to act within 15 days, Blue Sky may use either of the proposed candidates. If LURC staff reject both candidates, then LURC shall state the particular reasons for the rejections. In this case, the applicant may either dispute the rejection to the Director of LURC or start the selection process over by nominating a new candidate, or candidates.

## **3.0 THE INSPECTOR'S QUALIFICATIONS**

Each inspector candidate nominated by the applicant shall have the following minimum qualifications:

- 1) a degree in an environmental science, civil engineering, or other demonstrated expertise;
- 2) a practical knowledge of erosion control practices and stormwater hydrology;
- 3) experience in management or supervision on large construction projects;
- 4) the ability to understand and articulate permit conditions to contractors concerning erosion control or stormwater management;
- 5) the ability to clearly document activities being inspected;
- 6) appropriate facilities and, if necessary, support staff to carry out the duties and responsibilities set forth in Section 5.0 in a timely manner; and
- 7) no ownership or financial interest in the development other than that created by being retained as the third-party inspector.

## **4.0 INITIATING THE INSPECTOR'S SERVICES**

The applicant will not formally and finally engage for service any inspector under this permit condition prior to approval or waiver by omission under Section 2.0. Unless authorized by the terms of the permit approval for the Bull Hill Wind Project, no clearing, grubbing, grading, filling, stockpiling, or other

construction activity will take place on the development site until the applicant retains the LURC-approved inspector for service.

### **TERMINATING THE INSPECTOR'S SERVICES**

The applicant will not terminate the services of the LURC-approved inspector at any time between commencing construction and completing final site stabilization without first getting written approval to do so from the LURC.

### **5.0 THE INSPECTOR'S DUTIES AND RESPONSIBILITIES**

The inspector's work shall consist of the duties and responsibilities outlined below.

- 1) Prior to construction, the inspector will become thoroughly familiar with the terms and conditions of the LURC-issued permit and other relevant permits, conditions, and restrictions related to the protection of natural resources within the project area.
- 2) Prior to construction, the inspector will become thoroughly familiar with the proposed construction schedule, including the timing for installing and removing erosion controls, the timing for constructing and stabilizing any basins or ponds, and the deadlines for completing stabilization of disturbed soils.
- 3) Prior to construction, the inspector will become thoroughly familiar with the project plans and specifications, including those for building detention basins, installing the erosion control measures to be used on-site, and temporarily or permanently stabilizing disturbed soils in a timely manner.
- 4) During construction, the inspector will monitor the contractor's installation and maintenance of the erosion control measures called for in the state permit(s) and any additional measures the inspector believes are necessary to prevent sediment discharge to off-site properties or natural resources. Additional measures must be based on the approved erosion control plan, field conditions at the time of construction, and the natural resources potentially impacted by construction activities. If the third party inspector determines that field conditions warrant a change to the approved location of erosion control measures, such a change must be documented in the weekly inspection report.
- 5) During construction, the inspector will monitor the contractor's construction of the stormwater management resources, including the construction and stabilization of ditches, culverts, detention basins, water quality treatment measures, and storm sewers.
- 6) During construction, the inspector will monitor the contractor's installation of any stream or wetland crossings and observance of permit conditions or restrictions related to the same.
- 7) During construction, the inspector will monitor the contractor's final stabilization of the project site.
- 8) During construction, the inspector will keep logs recording any rain storms at the site, the contractor's activities on the site, discussions with the contractor(s), and possible violations of the permit conditions.
- 9) During construction, the inspector will inspect the project site at least once a week and before and after any significant rain event. The inspector will photograph protected natural resources both before and after construction and will photograph areas of non-compliance. Photographs will be identified with, at a minimum, the date the photo was taken, the location, and the name of the individual taking the photograph. *Note: the frequency of these inspections as contained in this condition can be varied to best address the particular project needs.*
- 10) During construction, the inspector will prepare and submit weekly inspection reports to LURC staff.
- 11) During construction, the inspector will notify LURC immediately of any significant non-compliance issues.
- 12) Subsequent to construction, the inspector will monitor the stormwater and erosion and sedimentation control measures at the site monthly for a period of one year after the project begins power production.

## 6.0 INSPECTION REPORTS

The inspector will submit weekly written reports to LURC that will include photographs of representative compliance measures and potential violations. Reports will be prepared using a form provided by LURC. Each report will be due by the Friday following the inspection week (Monday through Sunday). The weekly report will summarize construction activities and events on the site for the previous week as outlined below.

- 1) The report will state the name of the development, its permit number(s), and the start and end dates for the inspection week (Monday through Sunday).
- 2) The report will state the date(s) and time(s) when the inspector was on-site.
- 3) The report will state the date(s) and approximate duration(s) of any rainfall events on the site for the week.
- 4) The report will identify and describe any erosion problems that resulted in sediment leaving the property or sediment being discharged into a wetland or stream. The report will describe the contractor's actions to repair any damage to other properties or natural resources, actions to eliminate the erosion source, and actions to prevent future sediment discharges from the area.
- 5) The report will list the buildings, roads, turbine pads, detention basins, stream crossings, or other features open to construction for the week, including those features or areas actively worked and those left unworked (dormant).
- 6) For each area open to construction, the report will list the date of initial soil disturbance for the area.
- 7) For each area open to construction, the report will note which areas were actively worked that week and which were left dormant for the week. For those areas actively worked, the report will briefly state the work performed in the area that week and the progress toward final stabilization of the area (e.g., grubbing in the process, grubbing complete, rough grading in progress, rough grading complete, finish grading in progress, finish grading complete, permanent seeding completed, and area fully stable and temporary erosion controls removed).
- 8) For each area open to construction, the report will list the erosion and sedimentation control measures installed, maintained, relocated or removed during the week.
- 9) For each erosion control measure in-place, the report will note the condition of the measure and any maintenance performed to bring it to standard.

## 1.0 INTRODUCTION

This is a Spill Prevention and Discharge Control Plan prepared for construction activities at the Bull Hill Wind Project. Material Safety Data Sheets (MSDS) for any hazardous materials handled during construction, which include handling and clean up procedures, will be available at the on-site construction office.

## 2.0 CONTINGENCY MEASURES

Preventative Measures:

1. Refueling will be done in designated areas at each site; no designated refueling sites will be located within 100 feet of a wetland or stream. Caution will be taken to prevent overflow of fuel. Absorbent pads will be on hand while refueling is taking place.

Emergency Measures:

1. A 20-gallon spill lab pack will be provided on-site.
2. An excavator will be on-site, and hand tools will be available to clean up any spills.
3. Absorbent pads will be available on-site, and the lab pack will be equipped with a containment boom.
4. A 55-gallon drum will be available on-site to place any used absorbent pads.

## 3.0 SPILL AND DISCHARGE CONTROL ACTIONS

1. In case of spill, contractor will notify the Maine Department of Environmental Protection Spill Control, the Owner's Representative, and the Third Party Inspector immediately.
2. The site crew will be prepared to take immediate measures to contain the spill to within the site boundaries.
3. Measures will be taken to stop the source of the spill.
4. If the spill is discharged into the soil, absorbent pads will be used to absorb as much of the spill as possible. The material will be excavated and disposed of in accordance with federal and state regulations.
5. If the spill discharges into the water, the containment boom will be used to contain and absorb the spill. The absorbent material will be disposed of in accordance with applicable federal and state regulations.
6. If the spill is deemed reportable by Federal Regulations Title 40 CFR 302 and Title 40 CFR 117, and/or human health or the environment is threatened, the contractor will immediately contact the agencies listed in Appendix A of that regulation.
7. If materials cannot be decontaminated on-site, and if clean-up is required to eliminate the substance spilled or reduce it to an acceptable level, the contractor will be prepared to remove such material. The materials will be properly containerized and disposed of as soon as possible.
8. If required, the contractor will perform any sampling and testing necessary to confirm the area contaminated has been cleaned to an acceptable level. Sampling and analysis will be performed in accordance with federal and state requirements.
9. The contractor will file a written report with the Owners/Owners Representative and the appropriate agencies immediately after clean-up is complete.
10. Emergency contact representatives and numbers are listed below.

## 4.0 EMERGENCY CONTACT LIST

Maine DEP Oil Spills	800-482-0777
Maine DEP Local Contact	207-941-4570
Eastbrook Fire Department	911
Third Party Inspector	TBD
Construction Site Supervisor	TBD
Construction Ops. Manager	TBD
Construction Project Manager	TBD
First Wind (Owners Rep.) David Fowler	207-653-2466

November 12, 2010

Mr. David Fowler  
First Wind, LLC  
129 Middle Street, 3<sup>rd</sup> Floor  
Portland, Maine 04101

Re: Transportation Route Assessment  
Bull Hill Wind Project  
Sewall No. 74490E

Dear Mr. Fowler:

The James W. Sewall Company (Sewall) has completed the Transportation Route Assessment for the overland transport of the Wind Turbine Generator (WTG) components for the Bull Hill Wind Project located in T16 MD, Maine. The Bull Hill Wind project is to include up to 19 turbines to be located in Hancock County. This assessment assumes that WTG components will originate from the port at Searsport, Maine and be transported overland utilizing the existing roadway network.

Typically, sixteen trucks are required to deliver turbine components for each Vestas V100-1.8MW Wind Turbine Generator. With a blade length of 160 feet, and depending on the specific trailers utilized, the longest transport vehicle may exceed 200 feet in total length.

Previous wind projects with similar component sizes have successfully utilized Routes 1 and 1A from Searsport to Route 9 in Hampden as a transportation route. This study looks at possible routes from Hampden to the site entrance on Route 9 at the 73-00-0 Road (Spectacle Pond Road). The previously assessed transportation route from Searsport to Route 202 in Hampden is depicted in Figure 1. The transportation criteria for the Vestas V100-1.8MW wind turbine generator were utilized for our analysis. Our field inspection was conducted on September 28, 2010.

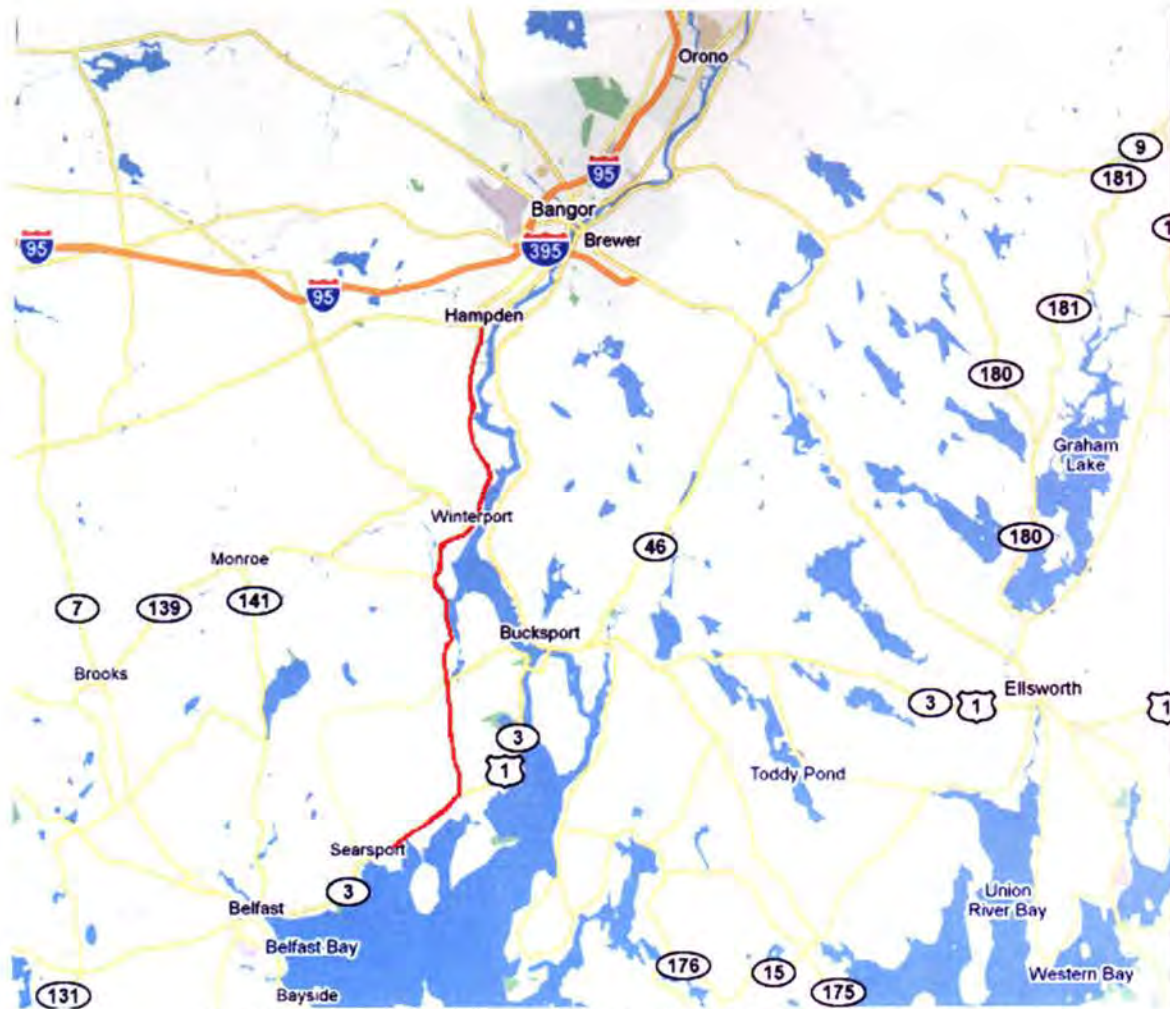


Figure 1 - Searsport to Hampden (Previous Wind Projects)  
 Image from Google Maps

Sewall’s visual inspection of the transportation route looked at the geometrics of the roadways and included the horizontal and vertical alignments, overhead clearances, and weight restrictions. This assessment is preliminary. Field survey and/or as-built plans of the areas of concern will be required to determine the viability of the route and the extent of any modifications which would be required.

**Preferred Transportation Route**

The preferred transportation route from Hampden to the intersection of Route 9 and 73-00-0 Road (Spectacle Pond Road) in Aurora (approximately 38 miles) is summarized as follows: from Route 1A in Hampden turn west (left) onto Route 9, turn northeasterly (right) onto US Route 202, and then turn southeasterly (right) onto eastbound on Ramp of I-395 in Bangor. Continue along eastbound I-395 until its terminus in Brewer and turn southeasterly (right) onto US Route 1A eastbound towards Holden. From Route 1A in Holden, turn northeasterly (left) onto Route 46 and continue to the intersection of Route 46 and Route 9 in East Eddington. At the Route 46/Route 9 intersection make a right turn heading east towards Aurora. The site access is at the intersection of Route 9 and the 73-00-0 Road (Spectacle Pond Road) in Aurora, ME. The transportation route from US Route 202 to the site access roads is shown below in Figures 2 & 3.



Figure 2 - Hampden to East Eddington (Blue Route)  
 Image from Google Maps



Figure 3 - East Eddington to Project Entrance (Blue Route)  
 Image from Google Maps

The following discussion further details the issues, constraints, and possible improvements that may need to be considered along the proposed transportation route.

At the intersection of US Route 1A and Route 9 in Hampden, the transports will make a left turn onto Western Avenue (Route 9). There is a raised median on Route 9 over which the components should be able to pass. A pedestrian signal post on the east side of US 1A (not shown) may pose an obstacle for the blade transports. Route 9 (Western Avenue) typically



provides twelve foot travel lanes with wide shoulders in each direction and should not pose problems with the transport of WTG components. The speed limit on Route 9 is 30 mph.



Route 9 (Western Ave.) – Hampden, Maine

At the intersection of Route 9 and US 202, there is a low raised median with signs in the median. The transports will need to utilize the opposing lane and travel over the median to negotiate the corner. The signs within the median will likely need to be temporarily removed. The median is low enough that components should be able to pass over the median.



Intersection Route 2 & US 202, Hampden, Maine

Route 202 is a divided highway from Route 9 to beyond the Coldbrook Road with approximately 36 feet of pavement in each direction. The posted speed limit is 35 mph. Beyond Coldbrook Road, the roadway has a twelve foot travel lane with an eight foot

shoulder in each direction. The posted speed limit in this section is 55 mph. In Bangor, the transportation route will utilize the I-395 eastbound on-ramp and follow I-395 over the Penobscot River to the intersection with US Route 1A in eastern Brewer. Overhead bridges and signs on I-395 were measured for clearance; they will not be a problem. The route then follows Route 1A to the intersection with Route 46 in Holden. Route 1A typically has a roadway width of 40 feet, two 12 foot travel lanes with 8 foot shoulders. The posted speed is 45 mph. This section of the transportation route poses no issues.

In Holden, the route makes a left turn to the northeast onto Route 46. US 1A is approximately 38 feet wide at the intersection while Route 46 is 39 feet wide. The inside corner of this intersection may need modification to allow passage of the turbine components. Additionally, a route sign on the southerly side of Route 1A may need to be relocated to allow the turbine blades to swing wide. This intersection will require field survey or as-built plans to determine if the transports can pass.



Intersection US 1A and Route 46, Holden, Maine

Approximately 1,000 north of the Route 1A/Route 46 intersection, there is a crest vertical curve on Route 46 that is too sharp to allow the tower sections and nacelles to pass. The vertical curve will likely need to be lengthened to flatten the curve. South of the vertical curve, the posted speed limit is 30 mph; beyond the vertical curve, the speed limit increases to 45 mph.



Crest Vertical Curve, Route 46, Holden, Maine

Route 46 (Jarvis Gore Road) is in rolling terrain. It has 24 feet of paved surface with a four foot gravel shoulder on each side. The length of this section is approximately 5 miles long. The posted speed limit is 45 mph with slower sections at each end.

Route 46 intersects Route 9 at an acute angle of approximately 80° which makes for a less than desirable turn for the transport vehicles. Route 46 is 29.5 feet wide; Route 9 is 40 feet wide. There is a guy for a utility pole on the outside of the corner. The inside of the corner will likely need modifications to allow for transport vehicles to pass. Signs on the inside will also need to be relocated. This intersection will need field survey to determine the extent of improvements necessary to allow transport vehicles to make the right turn. Sewall has reviewed an alternative route that avoids this intersection should improvements at this location be project prohibitive. See “Alternative Route” discussion.



Intersection Routes 46 and 9, East Eddington, Maine

Route 9 is posted at 45 mph in East Eddington and at 50 mph beyond the center of the town. Route 9 has rolling terrain with truck passing lanes. The typical roadway width is two 12 foot travel lanes with eight foot paved shoulders. This section of the transportation route has no issues. The turn from Route 9 onto the 73-00-0 Road (Spectacle Pond Road) will be a slight angle to the right. Sight distances at the entrance road are over 600 feet.



Entrance at Route 9 and 73-00-0 Road (Spectacle Pond Road), Aurora, Maine

The previously discussed route is the preferred route because it provides the most direct corridor to the project site while avoiding developed areas. Because of geometric concerns with the intersection of Route 46 and Route 9, Sewall has also reviewed an alternative route which avoids the right turn from Route 46 onto Route 9. The alternative route is summarized as follows.

### **Alternative Transportation Route**

From Bangor, cross the Penobscot River on I-395 to Brewer and take the Exit 5 off ramp to Parkway South. Turn right onto Parkway South and travel northeast to US Route 1A (Wilson Street). Make a left onto Wilson Street and then turn northwest (right) onto State Street. Continue northwesterly along State Street until the intersection of Route 9 (North Main Street) and State Street. From State Street make a right turn onto Route 9 (North Main Street) and travel easterly along Route 9 to Aurora and the intersection of Route 9 and 73-00-0 Road (Spectacle Pond Road). The alternative route is shown in Figure 4 and discussed greater detail in the following pages.



Figure 4 – Alternative Route (Red Route)  
 Image from Google Maps

At the intersection of the I-395 off-ramp and Parkway South, the transport vehicles will have to cross the ramp median and utilize the opposing lane to obtain enough room to turn from the off-ramp onto Parkway South. The median is very low and should not pose an obstacle. The stop sign on the end of the median will have to be modified to be removable. Field survey will be required to verify that the transport vehicles can make this turning movement.



Intersection Off-ramp & Parkway South, Brewer, Maine

Parkway South from I-395 to US 1A has a roadway surface of 36 feet and greater and presents no issues for the transport vehicles. The speed limit is 25 mph.

The intersection of Parkway South and US 1A (Wilson Street) does not appear to present geometric issues. There are some low traffic signal support wires on Wilson Street that may need to be raised. Traffic control for this very busy intersection will need to be addressed in the Traffic Control Plan for the project.



Intersection Parkway South & US 1A, Brewer, Maine

The intersection of US 1A onto State Street is a very slight turn to the northwest. State Street has a typical roadway width of 32 feet. The posted speed is 25 mph. Overhead wires will need to be checked and adjusted accordingly. Signals at State Street and Eastern Avenue are very low at 14' 5" and will have to be raised prior to transport.



Signals at State Street & Eastern Avenue, Brewer, Maine

At the intersection of State Street and Route 9 (North Main Street), there are raised medians with signs within the median. The transport vehicles will need to utilize the opposing lanes on State Street and Route 9 to make the right turn movement onto Route 9. The medians appear to be low enough for the transports to cross without modifications, however, the signs will have to be made removable. Installations of removable median islands may be appropriate at this location. Removable median islands have been completed on other wind project transportation routes. Traffic control will be an issue at this intersection as well due to the high volumes of traffic.



Intersection State Street & Route 9, Brewer, Maine

Route 9 does not appear to present any issues from the State Street intersection to the site entrance at the 73-00-0 Road (Spectacle Pond Road) in Aurora. The posted speed limit ranges from 25 mph in Brewer to 45 mph in less developed areas and up to 50 mph beyond East Eddington.

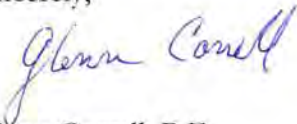
Based on our field review, we believe that the two discussed transportation routes (Preferred and Alternative) from US Route 1A in Hampden to the project site entrance at the 73-00-0 Road (Spectacle Pond Road) in Aurora are viable routes for the transport of the wind turbine generator components for the Bull Hill Wind Project. Overhead utility lines will need to be checked for clearances along the entire route. We anticipate that minor modifications to two of the existing intersections and a vertical curve along the Route 46 will be necessary to safely deliver the oversized components to the site.

Field topographic survey should be completed at the following intersections to determine the final extent of improvements necessary to allow transport vehicles to pass:  
Holden - Route 1A/Route 46, Eddington - Route 46/Route 9, Brewer - I-395 ramp/Parkway South, and Brewer - North Main Street/State Street.

Once survey has been completed, a more detailed analysis of delivery vehicle turning movements can be completed along the routes. The extent and cost of each intersection improvement can be evaluated and a final transportation route can be selected based on potential impacts and construction costs. Any improvements or modifications to State of Maine owned roadways will require review and approval from the Maine Department of Transportation.

Should you have any question concerning our review of the Bull Hill Transportation Route, please do not hesitate to call us at 207.827.4456 or write to us at [gcorrell@sewall.com](mailto:gcorrell@sewall.com).

Sincerely,



Glenn Correll, P.E.  
Project Engineer  
Sewall



**Barnes, Brooke**

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**Subject:** MDOT correspondence regarding Route 9 Entrance Permit

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**From:** Mattson, Bruce [<mailto:Bruce.Mattson@maine.gov>]  
**Sent:** Tuesday, October 26, 2010 1:03 PM  
**To:** John Theriault  
**Cc:** Brett Hart; Kosobud, Craig; Devin, John  
**Subject:** RE: Bull Hill Project - T16 MD

John-

An entrance permit is not needed for the delivery of wind farm components as this entrance has been used for years for logging operations and heavy vehicles. The sight lines are good and the entrance is wide which should safely accommodate delivery of the components.

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**From:** John Theriault [<mailto:jtheriault@jws.com>]  
**Sent:** Tuesday, October 26, 2010 9:49 AM  
**To:** Mattson, Bruce  
**Cc:** Brett Hart  
**Subject:** Bull Hill Project - T16 MD

Good Morning Bruce,

Sewall is working on a Wind Project on Bull Hill in T16 MD near Eastbrook. Access to Bull Hill will be from the existing logging roads with the wind turbine components being delivered via eastbound Route 9 and turning onto Spectacle Pond Road in Aurora to access the site. Traffic volumes will be well below the threshold requiring a Traffic Movement Permit; however we would like to know if the Department will require an Entrance Permit at the intersection of Route 9 and Spectacle Pond Road for the project. This intersection is fairly wide with good sight distance in both directions. The road is already being used by heavy vehicles associated with the logging operation of the nearby properties.

Please let me know if an entrance permit (or any other permit from the Department) will be required for the project. We are currently in the process of preparing our permit application to LURC and would like to include any information to/from MaineDOT that may be required for the project. Thank you for your help and please call/write if you have any questions.

Sincerely,

**John Theriault, PE, PTOE, LEEDAP**  
Project Manager  
Sewall  
136 Center Street  
Old Town, Maine 04468  
(207) 827-4456 ext. 450  
(207) 827-2186 (fax)  
E-mail: [jtheriault@sewall.com](mailto:jtheriault@sewall.com)