CUTLASS SOLAR II LLC
155 FEDERAL STREET, 17TH FLOOR
BOSTON, MA 02110

October 7, 2021

Fort Bend County Drainage District
1124 Blume Road
Rosenberg, Texas 77471

Subject: Cutlass Solar II Project – Fort Bend County, Texas; Access Agreement

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Ladies and Gentlemen,

The purpose of this letter is to follow up on various communications between Tommy Browder with Cutlass Solar II LLC and Brian Fambrough with Fort Bend County Drainage District ("***FBCDD***") with respect to the proposed crossings of FBCDD easements with certain fencing as well as underground and overhead electrical facilities ("the "***Facilities***") to be installed and operated by Cutlass Solar II LLC ("***Cutlass Solar II***") as part of the Cutlass Solar II Project in Fort Bend County, Texas (the "***Project***").

It is my understanding that FBCDD is the current owner and holder of one or more drainage easements and rights-of-way upon and across certain tracts of land in Fort Bend County, Texas that are within the leasehold property of the Project (the "***Project Site***"), including, without limitation, (i) a Right of Way Easement recorded on January 23, 1958 in Volume 373, Page 434 of the Official Public Records of Fort Bend County, Texas (the "***Drainage Easement***").

Further, it is my understanding that FBCDD has no objection to the proposed crossings of the Facilities across the Drainage Easements or Cutlass Solar's right to install, maintain, repair or replace any of the Facilities across, under or through the areas of the Drainage Easements, subject to Cutlass Solar II's adherence to the following terms and conditions:

1. The Facilities shall be installed in substantially the locations and in accordance with the specifications described on the site plan attached hereto as Exhibit 1 (the "***Site Plan***"), and Cutlass Solar II shall obtain a permit from the Fort Bend County Engineering Department, 281-633-7500, prior to any work within the Fort Bend County Drainage District right-of-way area of the Drainage Easements. Contractor must submit an original bond or cashier's check to the Fort Bend County Engineering Department in the amount of $5000 minimum or 25% of Cutlass Solar II's cost of work within the right of way area of the Drainage Easements, whichever is higher. At the conclusion of any such activities, Cutlass Solar II shall remove all debris and other materials at or near the crossing locations and restore such areas to existing conditions or better and shall seed all disturbed areas.

2. Prior to entry upon the Drainage Easements, Cutlass Solar II or its contractor(s) (as applicable) shall maintain commercial general liability insurance with limits of liability not less than $1,000,000.00 (or such greater amount as Cutlass Solar II or its contractor(s) may otherwise ordinarily carry) from and against all liabilities, damages, losses, claims and actions on, about or arising out of the use of the Project Site by Cutlass Solar II and/or its contractor(s) and their respective subcontractors and invitees. Certificates of insurance shall be furnished upon reasonable written request. Cutlass Solar II shall at all times comply with all applicable laws, rules, regulations and industry standards.

Last, it is my understanding that FBCDD may need access across certain portions of the Project Site that are outside of the Drainage Easements for the limited purposes of performing erosion control, debris removal, inspections and/or other reasonable maintenance, repair, or replacement of improvements located on the segments of the Drainage Easements. Cutlass Solar II has no objection to FBCDD's access across such portions of the Project Site that are outside of the Drainage Easements to perform such activities, subject to FBCDD's adherence to the following terms and conditions:

1. FBCDD's access rights shall be strictly limited to the gates and routes labeled and depicted on Exhibit 1 attached hereto and in accordance with the Notes included therein. Nothing herein shall be construed to limit FBCDD's rights as provided in the Drainage Easements. Notwithstanding the foregoing, FBCDD shall use reasonable efforts to minimize any interference with Cutlass Solar II's activities within the Project Site and with all construction, maintenance and operation of the Project.

2. Prior to entry upon any portion of the Project Site that is outside of the Drainage Easements, FBCDD or its contractor(s) (as applicable) shall furnish to Cutlass Solar II a certificate of insurance evidencing that that FBCDD has in place commercial general liability insurance with limits of liability not less than $1,000,000.00 (or such greater amount as FBCDD or its contractor(s) may otherwise ordinarily carry) from and against all liabilities, damages, losses, claims and actions on, about or arising out of the use of the Project Site by FBCDD and/or its contractor(s) and their respective subcontractors and invitees. FBCDD shall at all times comply with all applicable laws, rules, regulations and industry standards.

Please confirm our understanding regarding the matters set forth herein by signing a counterpart of this letter in the space provided below and mailing it back to my attention at the address shown above. Please also email a signed copy to: tbrowder@advancedpowerna.com. If you have any questions regarding this letter, you can also reach Mr. Browder at (713) 417-5140.

[signatures on following page]

Sincerely,

Cutlass Solar II LLC,
a Delaware limited liability company

By:_____
Name: Andrew Degan
Title: Vice President

Accepted and Agreed to this _____ day of _____, 2020

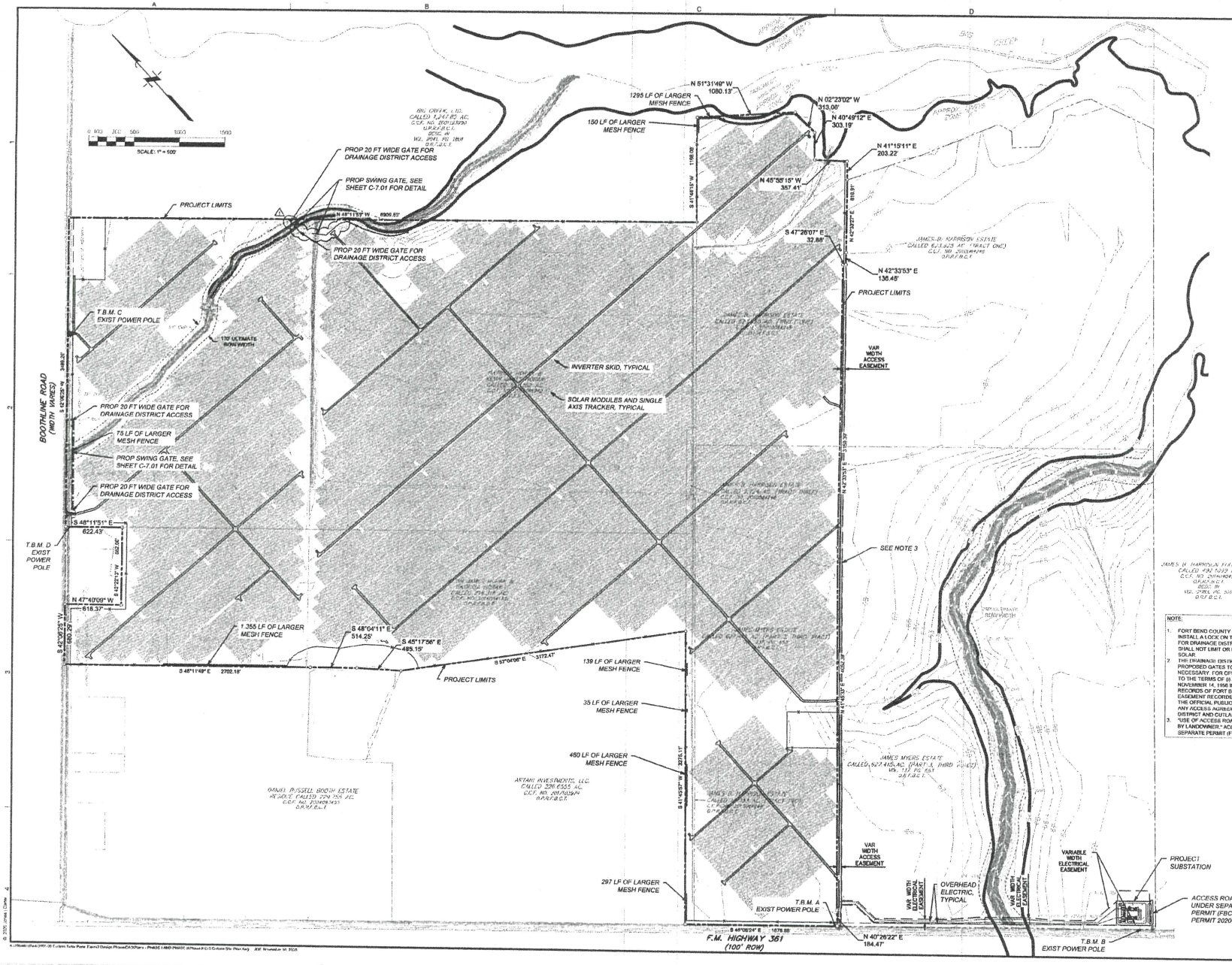
Fort Bend County Drainage District

By:_____
Name:_____
Title:_____

EXHIBIT 1

SITE PLAN

[*Attached*]



BENCHMARK

ELEVATIONS SHOWN HEREON ARE BASED UPON GPS OBSERVATIONS OF NGS MONUMENT HOCSD 71, WITH A PUBLISHED ELEVATION OF 88.2' (NAVD 88) BEARINGS ARE BASED UPON THE TX COORDINATE SYSTEM OF 1983, S CENTRAL ZONE.

T.B.M. A
SPINDLE SET IN POWER POLE
EL = 71.12' (NAVD 88)

T.B.M. B
SPINDLE SET IN POWER POLE
EL = 72.44' (NAVD 88)

T.B.M. C
SPINDLE SET IN POWER POLE
EL = 73.53' (NAVD 88)

T.B.M. D
SPINDLE SET IN POWER POLE
EL = 73.75' (NAVD 88)

FLOOD PLAIN NOTE

THIS TRACT LIES WITHIN ZONE "X" AND "A" OF THE FLOOD INSURANCE RATE MAP, COMMUNITY NO #48336, MAP NUMBERS 48157C0425L AND 48157C0430L, PANELS 425 AND 430, SUFFIX "L", DATED APRIL 2, 2014, FOR FORT BEND COUNTY, TEXAS AND INCORPORATED AREAS. ZONE "X" IS DEFINED AS AREAS DETERMINED TO BE OUTSIDE THE 0.2% ANNUAL CHANCE FLOODPLAIN. ZONE "A" IS DEFINED TO AS SPECIAL FLOOD HAZARD AREAS SUBJECT TO INUNDATION BY THE 1% ANNUAL CHANCE FLOOD. NO BASE FLOOD ELEVATIONS DETERMINED.

EXISTING LEGEND

- MAJOR CONTOUR
- MINOR CONTOUR
- PROJECT LIMITS
- APPROX FEMA ZONE A LIMITS

PROPOSED LEGEND

- 20 FT WIDE CRUSHED GRAVEL ROAD (SEE DETAIL SHEET C-7.02)
- 16 FT WIDE CRUSHED GRAVEL ROAD (SEE DETAIL SHEET C-7.02)
- 2" WIDE OPENING CHAIN LINK FENCE UNLESS OTHERWISE NOTED
- 3.5" X 5" WIDE OPENING CHAIN LINK FABRIC FENCING
- Fort Bend County Drainage District Access Route

NOTE:

1. FORT BEND COUNTY DRAINAGE DISTRICT SHALL HAVE THE RIGHT TO INSTALL A LOCK ON THE 20 FT GATES SHOWN ON THE DRAWING SPECIFIED FOR DRAINAGE DISTRICT ACCESS. THE INSTALLATIONS OF THE LOCKS SHALL NOT LIMIT OR RESTRICT THE USE OF THE GATES BY CUTLASS SOLAR.
2. THE DRAINAGE DISTRICT SHALL HAVE THE RIGHT TO ENTER THROUGH THE PROPOSED GATES TO ACCESS THE EXISTING DRAINAGE EASEMENTS, AS NECESSARY FOR OPERATIONS AND MAINTENANCE PURPOSES PURSUANT TO THE TERMS OF (i) A RIGHT OF WAY EASEMENT RECORDED ON NOVEMBER 14, 1956 IN VOLUME 356, PAGE 474 OF THE OFFICIAL PUBLIC RECORDS OF FORT BEND COUNTY, TEXAS, AND (ii) A RIGHT OF WAY EASEMENT RECORDED ON JANUARY 23, 1958 IN VOLUME 373, PAGE 434 OF THE OFFICIAL PUBLIC RECORDS OF FORT BEND COUNTY, TEXAS AND (iii) ANY ACCESS AGREEMENT THAT MAY BE ENTERED INTO BY THE DRAINAGE DISTRICT AND CUTLASS SOLAR II LLC.
3. "USE OF ACCESS ROAD IS PROVIDED THROUGH AN EASEMENT GRANTED BY LANDOWNER." ACCESS ROAD WILL BE CONSTRUCTED UNDER SEPARATE PERMIT (FBC PERMIT 2020-38310)

WARNING: OVERHEAD ELECTRICAL FACILITIES OVERHEAD LINES MAY EXIST ON THE PROPERTY. WE HAVE NOT ATTEMPTED TO MARK THOSE LINES SINCE THEY ARE CLEARLY VISIBLE. THE LINES SHOULD BE LOCATED PRIOR TO BEGINNING ANY CONSTRUCTION. TEXAS LAW SECTION 752, HEALTH & SAFETY CODE, FORBIDS ALL ACTIVITIES IN WHICH PERSONS OR THINGS MAY COME WITHIN SIX (6) FEET OF LIVE OVERHEAD HIGH-VOLTAGE LINES. PARTIES RESPONSIBLE FOR THE WORK, INCLUDING CONTRACTORS, ARE LEGALLY RESPONSIBLE FOR SAFETY OF CONSTRUCTION WORKERS UNDER THIS LAW. THIS CARRIES BOTH CRIMINAL AND CIVIL LIABILITY. TO ARRANGE FOR LINES TO BE TURNED OFF OR REMOVED, CALL CENTERPOINT ENERGY AT (713) 207-2222.

TEXAS811 NOTIFICATION SYSTEM
CALL BEFORE YOU DIG!!!
www.texas811.org
Texas811 or 1-800-344-8377

FBC Engineering Approval

No.	Date	ISSUE	Appr.
1	11/5/2020	FBC DD - Added fence line and road	JLD

JONES | CARTER
Texas Board of Professional Engineers Registration No. F-439
2222 W Grand Parkway North, Suite 150, Katy, TX 77493-7821 (832) 913-4000

SCALE 1" = 500'
DATE NOVEMBER 2020
JOB NO 19944-0001-00
DESIGNED BY SDEPEVER/JLD/CC
CHECKED BY SDEPEVER/JLD/CC
DRAWN BY JDELAK

STATE OF TEXAS
JESSICA L. DENNIS
107245
LICENSED
PROFESSIONAL ENGINEER
11/06/2020

CUTLASS SOLAR II LLC

OVERALL SITE PLAN

SHEET NO.
C-3.00 5 /44