

**Memorandum of Option and
Real Estate Purchase and
Sale Agreement**

Oct 15 03 04:11p

Albert K. Davies

707-546-5457

P. 8

When recorded, please return to:
Zilkha Renewable Energy, LLC
NW Region Office:
210 SW Morrison, Suite 310
Portland, OR 97204
Phone (503) 222-9400

**MEMORANDUM OF OPTION AND
REAL ESTATE PURCHASE AND SALE AGREEMENT**

Grantors: American Minerals and Land Corporation
Land Development and Promotion Services, Inc.

Grantee: Zilkha Renewable Energy Northwest I, LLC
Zilkha Renewable Energy, LLC
Caurus Power, Inc.

Legal Description (lot, block and plat name, or section-township range):

Portions of Section 1, T, 17, R 20 E., W.M.

Portions of Section 3, 4, 5, 6, 7, 8, 9 and 15, T 17, R 21 E., W.M.

Portions of Sections 1, 11, 12, 13, 14, 22, 23, 24, and 25, T 18, R 20 E., W.M.

Portions of Sections 5, 6, 7, 8, 9, 11, 12, 13, 14, 15, 17, 18, 19, 20, 21, 22,
23, 27, 28, 29, 30, 31 and 33, T 18, R 21 E.; WM

Portions of Section 3, 5, 7, 8, 9, 11, 15, 17 and 20, T 18, R 22 E., W.M.; and

Portions of Section 3, T 19, R 21 E., W.M., in Kittitas County, Washington.

Additional legal description is on Schedule A of document

Assessor's Property Tax Parcel Account Numbers: See Schedule B of document

Oct 15 03 04:11p

Albert K. Davies

707-546-5457

p. 9

When recorded, please return to:
Zilkha Renewable Energy, LLC
NW Region Office:
210 SW Morrison, Suite 310
Portland, OR 97204
Phone (503) 222-9400

MEMORANDUM OF OPTION AND REAL ESTATE PURCHASE AND SALE AGREEMENT

This Memorandum of Option and Real Estate Purchase and Sale Agreement dated October 7, 2003 between Zilkha Renewable Energy Northwest I, LLC, a Delaware limited liability company; Zilkha Renewable Energy, LLC, a Delaware limited liability company; and Caurus Power, Inc., a California corporation (collectively, "Optionee"), and American Minerals Land Corporation and Land Development Promotion Services, Inc. (collectively, "Optionor"), who agree as follows:

- 1. Original Agreement.** Optionor and Optionee's predecessor in interest, Albert K. Davies, are parties to that certain Option and Real Estate Purchase and Sale Agreement dated as of January 15, 2002 (the "Agreement") pursuant to which the Optionee holds an Option to Purchase the real property described above. A memorandum of the Option and Agreement was recorded January 25, 2002, in the real property records of Kittitas County, Washington under Auditor's File No. 200201250018.
- 2. Amendments to Agreement.** On March 13, 2002, Optionor and Optionee's predecessor in interest, Albert K. Davies, entered into that certain First Amendment to Option and Real Estate Purchase and Sale Agreement ("First Amendment") whereby the parties modified the Agreement. On August 27, 2002, Optionor and Optionee's predecessor in interest, Albert K. Davies, further modified the Agreement by entering into a Second Amendment to Option and Real Estate Purchase and Sale Agreement ("Second Amendment"). Concurrently herewith, Optionor and Optionee are entering into a Third Amendment to Option and Real Estate Purchase and Sale Agreement ("Third Amendment") which further modifies and extends the Agreement and Option Term.
- 3. Assignments of Agreement.** On October 8, 2002, Albert K. Davies assigned all of his rights and interests under the Agreement, as amended to Caurus power, Inc. On October 14, 2002, Caurus Power, Inc. assigned certain of its rights and interests under the Agreement, as amended, to Zilkha Renewable Energy Northwest I, LLC pursuant to an Assignment Agreement ("Assignment") under which Assignment Zilkha Renewable Energy, LLC was named as Guarantor.

Oct 15 03 04:11p

Albert K. Davies

707-546-5457

P. 10

4. **Extended Term of Option.** The Agreement, as amended contains provisions extending the Option Term until June 12, 2005.

5. **Purpose of Memorandum.** This Memorandum is prepared for the purpose of recordation to give notice of the Agreement as amended. Reference is made to the Agreement and the amendments thereto for the specific provisions of the option rights and other terms and conditions of such Agreement.

ZILKHA RENEWABLE ENERGY
NORTHWEST I, LLC

By: *Joseph J. Romano*
Title: CEO

ZILKHA RENEWABLE ENERGY,
LLC

By: *Joseph J. Romano*
Title: CEO

CAURUS POWER, INC.

By: *Albert K. Davies*
Title: President

AMERICAN MINERALS AND
LAND CORPORATION

By: _____
Title: _____

LAND DEVELOPMENT AND
PROMOTION SERVICES, INC.

By: _____
Title: _____

4. **Extended Term of Option.** The Agreement, as amended contains provisions extending the Option Term until June 12, 2005.

5. **Purpose of Memorandum.** This Memorandum is prepared for the purpose of recordation to give notice of the Agreement as amended. Reference is made to the Agreement and the amendments thereto for the specific provisions of the option rights and other terms and conditions of such Agreement.

ZILKHA RENEWABLE ENERGY
NORTHWEST I, LLC

By: _____
Title: _____

ZILKHA RENEWABLE ENERGY,
LLC

By: _____
Title: _____

CAURUS POWER, INC.

By: _____
Title: _____

AMERICAN MINERALS AND
LAND CORPORATION

By: J. Anthony Howe
Title: Authorized Agent

LAND DEVELOPMENT AND
PROMOTION SERVICES, INC.

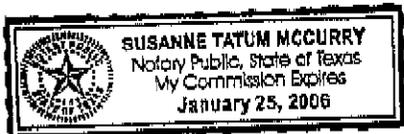
By: J. Anthony Howe
Title: Authorized Agent

STATE OF TEXAS, HARRIS COUNTY: :ss

I certify that I know or have satisfactory evidence that JOSEPH J. ROMANO is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of ZILKHA RENEWABLE ENERGY NORTHWEST I, LLC and, the execution of this instrument was the free and voluntary act of the person and of ZRE NW I, LLC

Dated: 7 October, 2003.

Susanne Tatum McCurry
Notary Public
My Commission Expires: 25 January 2006

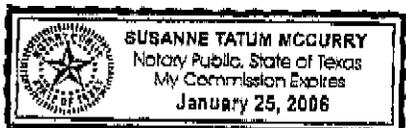


STATE OF TEXAS, HARRIS COUNTY: :ss

I certify that I know or have satisfactory evidence that JOSEPH J. ROMANO is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of ZILKHA RENEWABLE ENERGY, LLC and, the execution of this instrument was the free and voluntary act of the person and of ZRE, LLC

Dated: 7 October, 2003.

Susanne Tatum McCurry
Notary Public
My Commission Expires: 25 January 2006



STATE OF _____, _____ COUNTY: :ss

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of _____ and, the execution of this instrument was the free and voluntary act of the person and of _____

Dated: _____, 2003.

Notary Public
My Commission Expires: _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

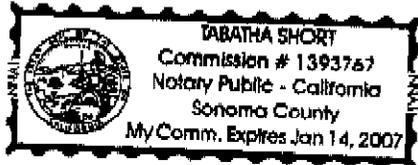
State of California }
County of Sonoma } ss.

On Oct. 14, 2003, before me, Tabatha Short Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Albert K. Davies
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/hers/their authorized capacity(ies), and that by his/hers/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Tabatha Short
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

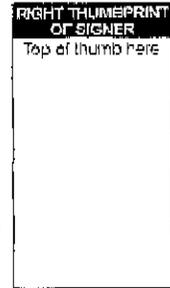
Title or Type of Document: Memorandum of Option and Real Estate Purchase and Sale Agreement
Document Date: not Number of Pages: 6

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

- Signer's Name: _____
- Individual
 - Corporate Officer — Title(s): _____
 - Partner — Limited General
 - Attorney in Fact
 - Trustee
 - Guardian or Conservator
 - Other: _____

Signer is Representing: _____



Oct 15 03 04:12p

Albert K. Davies

707-546-5457

p.14

STATE OF Washington, Kern COUNTY: :ss

I certify that I know or have satisfactory evidence that J Anthony Hoare,
is the person who appeared before me and acknowledged that the person signed this instrument;
the person is authorized to sign this instrument on behalf of American Mineral & Land Corp
and, the execution of this instrument was the free and voluntary act of the person and of
AMLC & LDPS

Dated: September 25, 2003.



Keen A. Lang
Notary Public
My Commission Expires: Feb 29 2004

COUNTY: :ss

I certify that I know or have satisfactory evidence that _____,
is the person who appeared before me and acknowledged that the person signed this instrument;
the person is authorized to sign this instrument on behalf of _____
and, the execution of this instrument was the free and voluntary act of the person and of _____

Dated: _____, 2003.

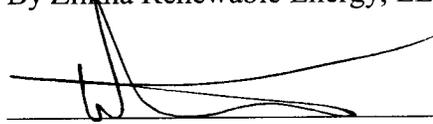
Notary Public
My Commission Expires: _____

14.16 Exhibits. This agreement is subject to the terms and conditions of exhibits referenced herein, which are attached hereto and by this reference made a part hereof.

- Exhibits: Exhibit A: Legal Description of Premises and Encumbrances
 Exhibit B: Reclamation Plan Requirements
 Exhibit D: Memorandum of Lease
 Exhibit E: Lease Termination and Surrender Agreement
 Exhibit F: Easements to Premises

WIND RIDGE POWER PARTNERS, LLC
UBI 602 154 567
By Zilkha Renewable Energy, LLC, a member

Dated: December 17, 2003.



By: Michael Skelly, Authorized Representative
Name and Title

1001 McKinney, Suite 1740
Houston, TX 77002

Local Phone (509) 962-1122

STATE OF WASHINGTON
DEPARTMENT OF NATURAL RESOURCES

Dated: 12/24/3, 20 .



DOUG SUTHERLAND
Commissioner of Public Lands

Approved as to form this
13th day of March, 2003
Jim Schwartz, Assistant Attorney General



orig

EXHIBIT A

Legal Description of Premises and Encumbrances

All of Sections 16, 32, and 34, in Township 18 North, Range 21 East, W. M, and All of Section 2, Township 17 North, Range 21 East, W. M, Kittitas County, Washington, containing 2,560 acres.

Encumbrances

Class	Number	Event	ExpireDt	Agent	DateGtd
LSE	10-071962	GRAZE	07/31/2010	Dept. of Fish & Wildlife	
W/R	78-W3041	SURFH20	INDEF	DNR	03/08/1973
W/R	78-W2016	SURFH20	INDEF	DNR	02/11/1971
W/R	78-W2020	SURFH20	INDEF	DNR	02/11/1971
LSE	52-046460	COMMSITE	INDEF	BPA	04/07/1986
LSE	52-051350	COMMSITE	09/30/2015	Kittitas Cellular L. P. (AT&T Wireless)	
LSE	52-A69017	COMMSITE	07/31/2011	USCC Western Sub-RSA Ltd	

Memoranda of Option Agreements -Transmission Easements

When recorded, please return to:
Zilkha Renewable Energy, LLC
NW Region Office:
210 SW Morrison, Suite 310
Portland, OR 97204
Phone (503) 222-9400

MEMORANDUM OF OPTION AGREEMENT

Grantor: Howard Clerf and Vivian Clerf

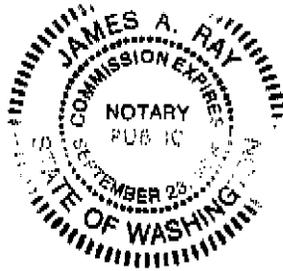
Grantee: Zilkha Renewable Energy, LLC, a Delaware limited liability company, its successors and assigns (collectively "ZRE")

Legal Description (abbreviated) Sec. 14, T. 17 N., R. 20 E., WM, Portion S1/2 of the SW1/4

Assessor's Tax Parcel ID Numbers: 17-20-14030-0006

This is a memorandum of a Option for Transmission and Facility Easements ("Option Agreement") dated May 1, 2003 ("Effective Date") between, Howard and Vivian Clerf, successors and assigns ("Grantor"), as grantor, and Zilkha Renewable Energy, LLC, 1001 McKinney, Suite 1740, Houston, Texas 77002, Tel. 713-571-6640, its successors and assigns ("ZRE"), as grantee, pertaining to the purchase of Owner's Property which is legally described **Exhibit A**.

The initial term of the Option Agreement began on the Effective Date and will be for Four (4) years after the Effective Date, with the right to ZRE to extend the initial option period to be negotiated for additional years. The Option is an exclusive option with respect to the easements for transmission facilities on Grantor's Property described in **Exhibit A**.

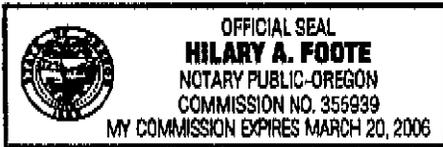


Grantors: Howard Clerf
Howard Clerf

Vivian Clerf
Vivian Clerf

ZRE: Andrew Young 12/16/2003
Name: ANDREW YOUNG

Title: NW DEVELOPMENT DIRECTOR



STATE OF WASHINGTON, Kittitas COUNTY: ss

I certify that I know or have satisfactory evidence that, Howard Clerf and Vivian Clerf are the person(s) who appeared before me, acknowledged that they signed this instrument, and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in this instrument.

Dated: 12/9, 2003.

[Signature]
Notary Public
My Commission Expires: 9/23/2006

STATE OF OREGON, MULTNOMAH COUNTY: ss

I certify that I know or have satisfactory evidence that Andrew Young, is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of Zilkha Renewable Energy, LLC; and, the execution of this instrument was the free and voluntary act of the person and of Zilkha Renewable Energy, LLC.

Dated: 12/16, 2003

[Signature]
Notary Public
My Commission Expires: 3/20/06

Exhibit "A"

That portion of the South one-half (S1/2) of the Southwest one-quarter (SW1/4), of Section 14, Township 17 North, Range 20 East, W.M., in the County of Kittitas, State of Washington, lying North of the North right-of-way boundary of Interstate Highway I-90 and lying West of the Westerly right-of-way boundary of Stevens County Road.

When recorded, please return to:
Zilkha Renewable Energy, LLC
NW Region Office:
210 SW Morrison, Suite 310
Portland, OR 97204
Phone (503) 222-9400

MEMORANDUM OF OPTION AGREEMENT

Grantor: Poison Springs, LLC, a Washington Limited Liability Company

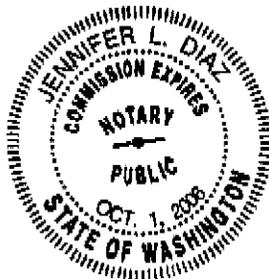
Grantee: Zilkha Renewable Energy, LLC, a Delaware limited liability company, its successors and assigns (collectively "ZRE")

Legal Description (abbreviated)

Assessor's Tax Parcel ID Numbers: 17-20-13000-0003, 17-21-08040-0003 & 17-21-17000-0001

This is a memorandum of a Option for Transmission and Facility Easements ("Option Agreement") dated May 15, 2003 ("Effective Date") between, Poison Springs, LLC, successors and assigns ("Grantor"), as grantor, and Zilkha Renewable Energy, LLC, 1001 McKinney, Suite 1740, Houston, Texas 77002, Tel. 713-571-6640, its successors and assigns ("ZRE"), as grantee, pertaining to the purchase of Owner's Property which is legally described **Exhibit A**.

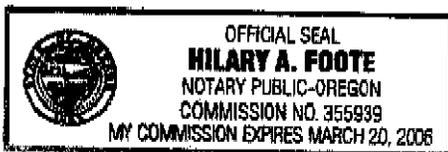
The initial term of the Option Agreement began on the Effective Date and will be for four (4) years after the Effective Date, with the right to ZRE to extend the initial option period to be negotiated for additional years. The Option is an exclusive option with respect to the easements for transmission facilities on Grantor's Property described in **Exhibit A**.



Grantor: Judy A. Webb
Name: Judy Webb

ZRE: Andrew Young
Name: ANDREW YOUNG

Title: NW DEVELOPMENT DIRECTOR



STATE OF WASHINGTON, Kittitas COUNTY: ss

I certify that I know or have satisfactory evidence that, Judy Webb is the person(s) who appeared before me, acknowledged that they signed this instrument, and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in this instrument.

Dated: December 15, 2003.

Jennifer L. Diaz
Notary Public
My Commission Expires: October 1, 2006

OREGON, MULTNOMAH

STATE OF Washington, Kittitas COUNTY: ss

I certify that I know or have satisfactory evidence that ANDREW YOUNG is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of Zilkha Renewable Energy, LLC; and, the execution of this instrument was the free and voluntary act of the person and of Zilkha Renewable Energy, LLC.

Dated: 12/17, 2003.

[Signature]
Notary Public
My Commission Expires: 03/20/06

Exhibit "A"

The following described property is located with in the Kittitas County, State of Washington:

All that portion of Section 13, excepting that portion lying Westerly of the Lateral Irrigation Canal, located within Township 17 North, Range 20 East, W.M.;

And

All that portion of Section 8, lying Southerly of the Vantage Highway, Excepting there from that portion conveyed to the USA (BLM).

And

All of Section 17, Township 17 North, Range 21 East., W.M.

When recorded, please return to:
Zilkha Renewable Energy, LLC
NW Region Office:
210 SW Morrison, Suite 310
Portland, OR 97204
Phone (503) 222-9400

MEMORANDUM OF OPTION AGREEMENT

Grantor: Doris Clerf

Grantee: Zilkha Renewable Energy, LLC, a Delaware limited liability company, its successors and assigns (collectively "ZRE")

Legal Description (abbreviated) S1/2 Sec. 9, T. 17 N., R21 E., WM, Lying Southerly and Westerly of the Vantage Highway

Assessor's Tax Parcel ID Numbers: 17-21-09000-0002

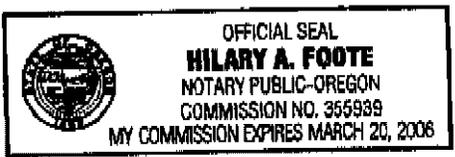
This is a memorandum of a Option for Transmission and Facility Easements ("Option Agreement") dated May 15, 2003 ("Effective Date") between, Doris Clerf successors and assigns ("Grantor"), as grantor, and Zilkha Renewable Energy, LLC, 1001 McKinney, Suite 1740, Houston, Texas 77002, Tel. 713-571-6640, its successors and assigns ("ZRE"), as grantee, pertaining to the purchase of Owner's Property which is legally described **Exhibit A**.

The initial term of the Option Agreement began on the Effective Date and will be for Four (4) years after the Effective Date, with the right to ZRE to extend the initial option period to be negotiated for additional years. The Option is an exclusive option with respect to the easements for transmission facilities on Grantor's Property described in **Exhibit A**.



Grantor: *Doris Clerf*
Doris Clerf

ZRE: *Andrew Young*
Name: ANDREW YOUNG
Title: NW DEVELOPMENT DIRECTOR



STATE OF WASHINGTON, Kittitas COUNTY: ss

I certify that I know or have satisfactory evidence that, Doris Clerf is the person who appeared before me, acknowledged that they signed this instrument, and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in this instrument.

Dated: December 10, 2003.

Jennifer L. Diaz
Notary Public
My Commission Expires: October 1, 2006

STATE OF OREGON, MULTNOMAH COUNTY: :ss

I certify that I know or have satisfactory evidence that ANDREW YOUNG, is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of Zilkha Renewable Energy, LLC; and, the execution of this instrument was the free and voluntary act of the person and of Zilkha Renewable Energy, LLC.

Dated: 12/17, 2003.

[Signature]
Notary Public
My Commission Expires: 03/20/06

Exhibit "A"

The following described real property is located with in the Kittitas County, State of Washington:

All that portion of the South one-half (S1/2), Section 9, Township 17 North, Range 21 East, WM., lying Southerly and Westerly of the Vantage Highway.

When recorded, please return to:
Zilkha Renewable Energy, LLC
NW Region Office:
210 SW Morrison, Suite 310
Portland, OR 97204
Phone (503) 222-9400



MEMORANDUM OF OPTION AGREEMENT

Grantor: Charles and Betty Hopper

Grantee: Zilkha Renewable Energy, LLC, a Delaware limited liability company, its successors and assigns (collectively "ZRE")

Legal Description (abbreviated) Portion's of Sec. 14 & Sec. 23, lying South of Bentley Road and Easterly of Stevens Road, T. 17 N., R. 20 E., WM.

Assessor's Tax Parcel ID Numbers: 17-20-23010-0001, 17-20-14030-0007, 17-20-14030-0008 & 17-20-14040-0004.

This is a memorandum of a Option for Transmission and Facility Easements ("Option Agreement") dated June 10, 2003 ("Effective Date") between, Charles and Betty Hopper successors and assigns ("Grantor"), as grantor, and Zilkha Renewable Energy, LLC, 1001 McKinney, Suite 1740, Houston, Texas 77002, Tel. 713-571-6640, its successors and assigns ("ZRE"), as grantee, pertaining to the purchase of Owner's Property which is legally described **Exhibit A**.

The initial term of the Option Agreement began on the Effective Date and will be for Four (4) years after the Effective Date, with the right to ZRE to extend the initial option period to be negotiated for additional years. The Option is an exclusive option with respect to the easements for transmission facilities on Grantor's Property described in **Exhibit A**.

REVIEWED BY
KITTITAS COUNTY TREASURER
DEPUTY K. [Signature]
DATE 12-29-03

Two handwritten signatures are located in the bottom right corner of the page. The first signature is a stylized 'JA' and the second is a more complex signature.



Grantor: Charles W. Hopper
Charles Hopper

Grantor: Betty J Hopper
Betty Hopper



ZRE: Andrew Young DEC. 8/2003

Name: ANDREW YOUNG

Title: PROJ. DEV. MGR

STATE OF WASHINGTON, Kittitas COUNTY: ss

I certify that I know or have satisfactory evidence that, Charles Hopper, Betty Hopper are the persons who appeared before me, acknowledged that they signed this instrument, and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in this instrument.

Dated: 12/8/, 2003.

[Signature]
Notary Public
My Commission Expires: 9/23/2006

STATE OF Washington, KITTITAS COUNTY: ss

I certify that I know or have satisfactory evidence that ANDREW YOUNG, is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of Zilkha Renewable Energy, LLC; and, the execution of this instrument was the free and voluntary act of the person and of Zilkha Renewable Energy, LLC.

Dated: 12/8/, 2003.

[Signature]
Notary Public
My Commission Expires: 9/23/2006

[Signature]



Exhibit "A"

The following described real property is located with in Kittitas County, State of Washington:

All that portion of the Southeast one-quarter (SE1/4) lying South of Bentley Road, and that portion of the Southwest one-quarter (SW1/4) lying Southerly of Bentley Road and Easterly of Stevens Road, located in Section 14.

And

All that portion of the North one-half (N1/2) Section 23, lying Northerly of US Highway I-90.

All of the above is located within Township 17 North, Range 20 East, WM.

When recorded, please return to:
Zilkha Renewable Energy, LLC
NW Region Office:
210 SW Morrison, Suite 310
Portland, OR 97204
Phone (503) 222-9400

MEMORANDUM OF OPTION AGREEMENT

Grantor: HO'S Brothers, LLC

Grantee: Zilkha Renewable Energy, LLC, a Delaware limited liability company, its successors and assigns (collectively "ZRE")

Legal Description (abbreviated) N1/2 Sec. 18, T. 17 N., R. 21 E., WM

Assessor's Tax Parcel ID Numbers: 17-21-18000-0001

This is a memorandum of a Option for Transmission and Facility Easements ("Option Agreement") dated 01/29/2004 ("Effective Date") between, HO'S Brothers, LLC., a Washington Limited Liability Company, successors and assigns ("Grantor"), as grantor, and Zilkha Renewable Energy, LLC, 1001 McKinney, Suite 1740, Houston, Texas 77002, Tel. 713-571-6640, its successors and assigns ("ZRE"), as grantee, pertaining to the purchase of Owner's Property which is legally described **Exhibit A**.

The initial term of the Option Agreement began on the Effective Date and will be for Four (4) years after the Effective Date, with the right to ZRE to extend the initial option period to be negotiated for additional years. The Option is an exclusive option with respect to the easements for transmission facilities on Grantor's Property described in **Exhibit A**.

Grantor: Paul C. Ho, MANAGER
HO'S BROTHERS LLC.

ZRE: [Signature] 2/10/2004
Name: ANDREW YOUNG
Title: NW DEVELOPMENT DIRECTOR

STATE OF WASHINGTON, Whatcom COUNTY: ss

I certify that I know or have satisfactory evidence that Raymond Ho are the person(s) who appeared before me, acknowledged that they signed this instrument, and acknowledged it to be a voluntary act for the uses and purposes mentioned in this instrument.

Dated: _____, 20004

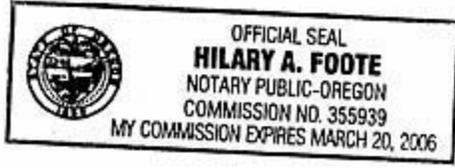


[Signature]
Notary Public
My Commission Expires: 11-12-07

STATE OF OREGON, Multnomah COUNTY: :ss

I certify that I know or have satisfactory evidence that ANDREW YOUNG is the person who appeared before me and acknowledged that the person signed this instrument; the person is authorized to sign this instrument on behalf of Zilkha Renewable Energy, LLC; and, the execution of this instrument was the free and voluntary act of the person and of Zilkha Renewable Energy, LLC.

Dated: February 10th, 2004



[Signature]
Notary Public
My Commission Expires: MARCH 20, 2006

Exhibit "A"

The following described real estate, situated in the County of Kittitas, State of Washington, and more particularly described as follows:

Government Lots 1 and 2 and the East one-half (E1/2) of the Northwest one-quarter (NW1/4), and the Northeast one-quarter (NE1/4), Section 18, Township 17 North, Range 21 East, W.M.