

Franklin County
Wanda D. Murtagh
Franklin County Clerk
Malone, NY 12953

Document# 00000299
Volume: 937 Page: 129



Instrument Number: 2007- 00000299

As
Easement

Recorded On: January 19, 2007

Parties: VINCENT SILAS M JR

To
NOBLE CHATEAUGAY WINDPARK LLC

Billable Pages: 13

Recorded By: HUGHES, STEWART & RACE

Num Of Pages: 14

Comment:

**** Examined and Charged as Follows.**

| | | | | | | |
|-------------------|--------|---------------|----------|------------|----------|-------------------------|
| Easement | 75.00 | TP-584 | | 5.00 | | |
| Recording Charge: | 80.00 | | | | | |
| | | Consideration | | | | |
| | Amount | Amount | RS# /CS# | | | |
| Tax Transfer | 110.00 | 27,090.00 | TT 1091 | Basic | 0.00 | |
| BURKE | | | | Additional | 0.00 | Special Additional 0.00 |
| | | | | | Transfer | 110.00 |
| Tax Charge: | 110.00 | | | | | |

**** THIS PAGE IS PART OF THE INSTRUMENT ****

I hereby certify that the within and foregoing was recorded in the Clerk's Office For: Franklin County,

File Information:

Document Number: 2007- 00000299
Receipt Number: 23268
Recorded Date/Time: January 19, 2007 03:49:01P
Book-Vol/Pg: Bk-DE VI-937 Pg-129
Cashier / Station: K C / Cash Station 1

Record and Return To:

HUGHES, STEWART & RACE, P.C.
31 ELM ST
P O BOX 788
MALONE NY 12953



Wanda D Murtagh
Wanda D Murtagh
Franklin County Clerk

Exhibit B

RECORDING REQUESTED BY AND
 WHEN RECORDED RETURN TO:

Hughes Stewart & Race, P.C.
 31 Elm Street, P.O. Box 788
 Malone, New York 12953
 Attn: Nathan N. Race, Esq.

(Space above this line for Recorder's use only)

Silas M. Vincent, Jr., Sandra C. Vincent, David Vincent ("Owner")
 and

Noble Chateaugay Windpark, LLC, a Limited Liability Company ("Developer")

MEMORANDUM OF WINDPARK EASEMENT AGREEMENT

December 29, 2006

This instrument affects real and personal property situated, lying, and being in the Town of Chateaugay, State of New York, known as follows:

| | | | | | |
|------------------|-------|--------|--------|--------|--------|
| Town: | Burke | Burke | Burke | Burke | Burke |
| Map No: | 59 | 59 | 59 | 73 | 73 |
| Block(s): | 1 | 1 | 1 | 1 | 1 |
| Lot(s): | 21 | 22.100 | 23.100 | 2.100 | 2.100 |
| Town: | Burke | Burke | Burke | Burke | Burke |
| Map No: | 86 | 86 | 86 | 86 | 86 |
| Block(s): | 2 | 2 | 2 | 2 | 2 |
| Lot(s): | 5 | 16 | 17.100 | 17.200 | 17.200 |
| Town: | Burke | Burke | Burke | Burke | Burke |
| Map No: | 86 | 86 | 86 | 100 | 100 |
| Block(s): | 3 | 3 | 3 | 2 | 2 |
| Lot(s): | 3 | 7 | 8.100 | 1.200 | 1.200 |
| Town: | Burke | Burke | Burke | Burke | Burke |
| Map No: | 100 | 100 | 100 | 100 | 100 |
| Block(s): | 2 | 2 | 2 | 1 | 2 |
| Lot(s): | 2.100 | 5 | 1.100 | 12.500 | 2.200 |

35
 50
 110
 5
 190-

MEMORANDUM OF WINDPARK EASEMENT AGREEMENT

THIS MEMORANDUM OF WINDPARK EASEMENT AGREEMENT is made and entered into as of December 29, 2006, by and between Silas M. Vincent, Jr., Sandra C. Vincent, David Vincent of 22 Panunzio Road, Burke, New York and Vincent Road, Burke, New York ("Owner"), and Noble Chateaugay Windpark, LLC, a Limited liability Company formed under the laws of Delaware, of 8 Railroad Avenue, Essex, CT 06412 ("Developer").

WHEREAS:

A. On the date hereof, the Parties have entered into a Windpark Easement Agreement (the "Agreement") which by its terms grants to Developer certain easements for wind energy development on, over, under and across that certain land described in Exhibit B-1 attached hereto and incorporated herein by this reference (the "Property").

B. The term of the Agreement commences on the date hereof and may continue for a period of up to fifty-four (54) years in accordance with the terms of the Agreement, unless earlier terminated as provided in the Agreement.

C. The Parties desire to enter into this Memorandum of Windpark Easement Agreement, which is to be recorded in order that third parties may have notice of the interests of Developer in the Property and of the existence of the Agreement and of certain easements and rights granted to Developer in the Property as part of the Agreement.

NOW, THEREFORE, in consideration of the payments and covenants provided in the Agreement to be paid and performed by Developer, Owner hereby grants to Developer the Easements (as that term is defined in the Agreement) on, over, under and across the Property, all on the terms and conditions set forth in the Agreement. All of the terms, conditions, provisions and covenants of the Agreement are hereby incorporated into this Memorandum by reference as though fully set forth herein, and the Agreement and this Memorandum shall be deemed to constitute a single instrument or document. Should there be any inconsistency between the terms of this Memorandum and the Agreement, the terms of the Agreement shall prevail. The Agreement contains the entire agreement of the Parties with respect to the subject matter thereof, and any prior or contemporaneous agreements, discussions or understandings, written or oral (including without limitation any options or agreements for easements previously entered into by the Parties with respect to the Property), are superseded by the Agreement and shall be and hereby are released, revoked and terminated.

[signature page follows]

IN WITNESS WHEREOF, the Parties have executed this Memorandum of Windpark Easement Agreement as of the date set forth above.

OWNER

OWNER

Silas M. Vincent Jr.
Silas M. Vincent, Jr.

Sandra C. Vincent
Sandra C. Vincent

OWNER

Spousal Consent

David Vincent
David Vincent

Mary R. Vincent
Name: Mary R. Vincent

DEVELOPER

By: D. P. Boyd

Name: Daniel P. Boyd

Title: Associate