

Country/City LLC

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Hello Everyone:

I am Dallas Lalim's management partner in Lindahl Wind Farm. My friends and I have hunted with Dallas in the Tioga area for thirteen years and that is how I have come to know him. Dallas called me to help him develop the Wind Farm because he knew of my background. Briefly, I have been in commercial leasing and real estate for over thirty years, and we thought the match would be a good one to develop the Wind Farm. We have written to you before and a few of you have already spoken with Dallas about this project, but we thought it would be best to lay out our goals on paper for you to review. We also realize how busy that this time of year is for farmers so we decided to write this letter as the best way of getting some basic information to you until Dallas can visit with you personally. This letter will identify some of the major points that Lindahl hopes to accomplish and our process for developing the wind farm.

A little while ago, Dallas and I formed a company called Country/City LLC in order to become the manager of the Wind Farm; a farmer-friendly Community Wind Farm. Since then we have ten signed leases and as I write Dallas has additional leases out for landowner reviews. We can grow the Wind Farm up to as many as 250MW, no larger. As you know, your land could be in the footprint of this larger Wind Farm. Joining Lindahl is completely your option. Once we know which owners want to be in the Wind Farm we will take that information to our engineers who will define our project site.

There are lots of different definitions for community wind farm; in the case of Lindahl, it means that the farmers have had input into its development and success, if we are so fortunate. Other Community Wind Farms operate differently. Many of them charge a significant fee to join, receive less revenue, and do not have many of the protections that the Lindahl Wind Farm has for them.

So, how does it work? Country/City LLC will manage the Wind Farm and have membership units in it. Landowners that choose to sign up will receive Class B membership units equal to one unit for each acre they contribute to the Wind Farm. However, the Class B owners do not have voting or management rights; management is the exclusive responsibility of Country/City. Although Lindahl Wind Farm, LLC currently only has Class A and Class B units authorized, we may authorize Class C units as well. Issuing Class C units would one way Lindahl Wind Farm could raise additional money for the project if it is needed. We don't foresee that. If we did think it was necessary, it wouldn't be until we have assembled the necessary assets for a site control sale.

About a year and a half ago Country/City began the pre-development of the Wind Farm by putting assets into Lindahl. Country/City paid all the pre-development expenses to do this and will continue to do so at no expense to the landowner. For instance, one of the assets we worked very long and hard on was the lease. The lease was written with the help of landowners, Fredrikson & Byron - our wind energy attorneys, and other landowner attorneys, etc. We examined many leases before developing the lease. You should read the lease in its entirety, but below are some of its material terms:

1. After the initial 5 year development term, the lease is for 20 years with two 10 year renewals; not 99 years like some others.
2. The lease provides for good protection for the farmers' land relating to construction and decommissioning. These items are very important and are frequently avoided in other wind farm leases because they are expensive for the developers.
3. The lease provides excellent wind revenues and minimum income even if there is no wind or the turbines don't work.
4. In a Community Wind Farm all the landowners work together and are owners, and get paid on the same terms and conditions as their neighbors.
5. The lease provides protection for you against mechanic's liens.

A little later in this letter I will give you the formula for the wind revenue so you can compute how much you might earn if you participate in the project. Our goal is to assemble a good site combined with pre-development assets in Lindahl Wind Farm LLC, and sell it to a qualified developer to complete the Wind Farm.

If Country/City is successful in selling the project and depending upon market conditions, Country/City's goal will be to sell the assets of Lindahl Wind Farm to a large and experienced wind developer who will construct and operate the Wind Farm. The proceeds of the site-control sale will be shared with the landowners as Class B owners of Lindahl Wind Farm LLC, on a 50/50 basis, after deducting our expenses. If we sell the assets of Lindahl Wind Farm LLC, in a good market (\$40,000 per MW) it might mean as much as \$200 per acre to the landowner. Weaker markets (\$20,000 - \$25,000 per MW) might bring \$100 per acre to the landowner. There is no way to tell until sale time, there are just too many variables. A lot hangs on the government's energy policy, price of gas, price of oil, demand for power, international relations with other countries, etc. The figures we have given you above represent the swings we have seen in the market in the last year and a half, but we cannot assure that we will be able to sell development assets for prices within that range. If and when Country/City sells Lindahl Wind Farm, LLC, Lindahl will assign its rights under the lease to the purchasing developer, leaving landowners with a lease only with the developer. At that time, Lindahl Wind Farm, LLC would likely dissolve. Country/City will probably dissolve then too.

You may have all kinds of thoughts or impressions about Wind Farms in general and we would be happy to talk with you about them, but one question is why should you sign on to Lindahl Wind Farm and not a different one? Here are some of the reasons:

- Country/City pays all the pre-development expenses – you don't
- There is no fee to become an owner of Lindahl Wind Farm, LLC
- You share in the proceeds derived from the sale after we deduct the expenses of the Lindahl Wind Farm, LLC
- If we sell Lindahl Wind Farm, LLC, the lease provides for payments of \$5 and \$6 per acre for the fourth and fifth year while the Wind Farm is being developed
- The Wind Farm has the toughest, most farmer-friendly lease the market will allow
- The Wind Farm provides both bonding and insurance protections to protect the landowners
- If the Wind Farm is constructed, there are minimum guaranteed payments to protect your income even if the Farm does not produce any power

People put wind farms up because they want stable income for generations to come, not because they are pretty. Please consider how much having domestic renewable energy sources will help end our dependence on foreign oil and improve life for our future generations. We have enclosed an article with General Wesley Clark's comments for you.

I promised you a formula to help you compute what your income pursuant to the lease might be. This really isn't easy because there are so many variables that change with the market, and with the design of the Wind Farm "footprint". Here is an example of how the formula works.

First: We anticipate that the Wind Farm will generate electricity and receive revenues. The landowners would get 3.8% of the Farm's Gross Revenues. That 3.8% would be split into two components; Land Rent gets 1.9% and Turbine Rent gets 1.9%. The landowners would divide the Land Rent by the number of acres actually in the farm and will be paid on a percentage basis. So, if the Wind Farm was comprised of 10,000 acres and you put 1,000 acres under lease you would get 1/10th of that 1.9% for your Land Rent.

Second: Turbine Rent - Owners who have turbines placed on their property would get the remaining 1.9%. The Gross Revenue of the Wind Farm would be multiplied by 1.9% then divided by the number of turbines in the Farm and that number multiplied by the number of turbines on their land.

Okay, so once you know how much gross revenue the Wind Farm might generate in a year, you can approximate how much your property might earn. To do this we have to make some assumptions - there is just no other way. Here is an example.

SAMPLE LEASE PAYMENT CALCULATION

Let's assume 10 landowners each put 1,000 exactly similar acres into a 100MW Wind Farm. In this example we are assuming everyone has the same set-back requirements, elevation, wetlands, easements, etc. so the land is exactly the same as all of the other owners' land. We will also assume that the developer will use 2MW turbines, and that it takes 100 acres per MW. Therefore, there would be one tower on every 200 acres in our example. Each 1,000 acres of land would have 5 towers. The whole 10,000 acres of land would house 50 towers.

- 50 Turbines x 2MW = 100MW Farm
- 100 MWH x 365 days x 24 hours x .45 capacity factor x \$55/MWH = Gross Revenue of \$21,681,000 per year

The first three items above are easy to understand. The .45 capacity factor is an estimate of our wind resource from our consultants, and can fluctuate, but is very good. North Dakota has an excellent wind resource factor. The \$55/MWH is how much a utility will pay for power and that also fluctuates. It can be less if sold locally, or more if sold nearer to a large city. Again, we just won't know until the Wind Farm is fully developed and a power purchaser has executed an agreement to pay for the power.

Now for the money!

LAND RENT:

Gross Revenue Calculation:

$\$21,681,000 \times 1.9\% = \$411,939 \div 10,000 \text{ acres} = \$41.19 \text{ per acre} \times 1,000 \text{ acres} = \$41,193.90$

Minimum Land Rent Calculation:

$\$15 \text{ per acre} \times 1,000 \text{ acres} = \$15,000 \text{ per year}$

In this sample, the Land Rent calculated based on gross revenue exceeds the minimum Land Rent.

PLUS

TURBINE RENT:

Gross Revenue Calculation:

$\$21,681,000 \times 1.9\% = \$411,939 \div 50 \text{ Turbines} = \$8,238.78 \text{ per turbine} \times 5 \text{ turbines} = \$41,193.90$

Minimum Turbine Rent Calculation:

$\$5,500 \text{ per MW} \times 2\text{MW} = \$11,000 \text{ per turbine} \times 5 \text{ turbines} = \$55,000.00$

In this sample, the minimum Turbine Rent exceeds the Turbine Rent calculated based on gross revenue.

TOTAL

	\$41,193.90 Land Rent (based on gross revenue)
	\$55,000.00 Turbine Rent (based on minimum payment)
Sample Total Per Year	\$91,193.90 per landowner of 1,000 acres

In addition, landowners would receive additional payments for roads, power lines, damages, etc. as shown in the lease.

Again, these are sample calculations not guarantees. There is no way for us to predict how many turbines would be on any owner's property. And there are more subjects to address, but we can't get it all down here. We highly recommend that you have this lease reviewed by your attorney and advisors, preferably those with wind energy leasing experience. He or she will see many more benefits and be able to evaluate this lease in light of others they have seen.

My last comment is that there is no fixed deadline for subscription. Having said that, once we have assembled a Wind Farm to our satisfaction, we will complete our studies and close off any new subscriptions probably by early fall. Therefore we think it is in your best interest to review this with your advisors sooner rather than later. Other than your trusted advisors, we think it would be wise to keep the details of this letter confidential; "loose lips sink ships". I hope to meet you all personally very soon.

Please contact Dallas or me if you would like to see a lease or if you have questions.

Sincerely,

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The Renewable Energy Program promotes the growth of North Dakota's renewable energy industries through research, development, marketing and education. Dollars are available in three grant rounds and are limited to \$500,000, requiring a 50 percent match.

North Dakota's Renewable Energy Program was established by the legislature in 2007 under the control of the North Dakota Industrial Commission. The law provides that the Industrial Commission shall consult with the Renewable Energy Council (REC).

The REC is made up of seven individuals including the North Dakota Department of Commerce Commissioner, who serves as chairman, and representatives from the following six industries:

- Agriculture
- Biomass
- Biodiesel
- Wind
- Ethanol
- Sugar Beet-Based Ethanol

The North Dakota Department of Commerce provides technical assistance on the management of this program.

Renewable Energy Program policies, an application template, prior and on-going projects and other resources can be found at

www.nd.gov/ndic/renew-infopage.htm.



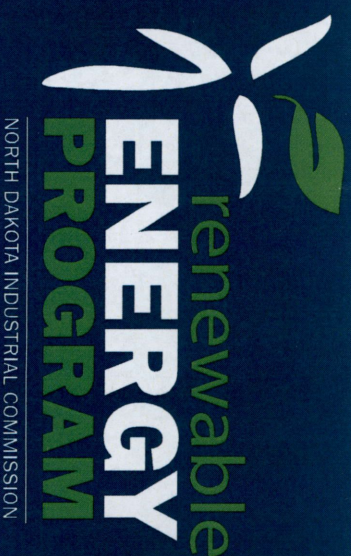
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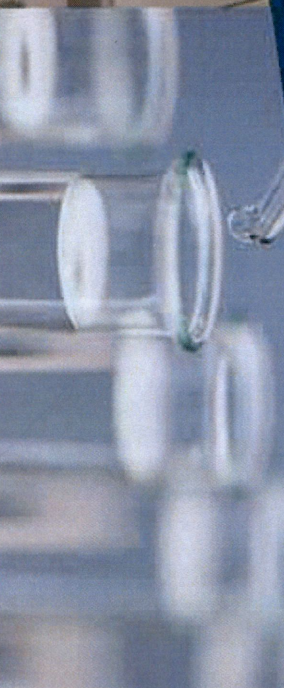
www.nd.gov/ndic/renew-infopage.htm

A North Dakota Industrial Commission Program
Governor Jack Dalrymple
Attorney General Wayne Stenehjem
Agriculture Commissioner Doug Goehring

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Promoting the Growth
of Renewable Energy
in North Dakota



ELIGIBLE PROJECTS

Any project proposing education, research, development or marketing of renewable energy resources, materials or products is eligible.

To be considered, projects must:

- Demonstrate a high probability of advancing to a commercially viable stage supported by a road map to commercialization.
- Have significant involvement from a North Dakota private entity.
- Not be duplicative of other research or demonstration projects or technology.

An entity may apply for grants for different phases of a project, provided appropriate benchmarks are in place and earlier phases have been deemed successful by the Renewable Energy Council and Industrial Commission.

Examples of eligible projects include:

- Generate information and knowledge to develop new renewable energy company investment.

- Preserve and create renewable energy jobs, wealth and tax revenues.
- Create economic stability, growth and jobs creation related to the production and utilization of biomass resources.
- Educate the general public about the benefits and opportunities provided by renewable energy, materials and products.
- Promote efficient, economic and environmentally sound development and use of renewable energy resources, materials and products.
- Identify and develop renewable energy technologies presently not used in North Dakota.
- Promote research of renewable energy coproducts for livestock feed, human food products and industrial use technologies.
- Establish an incentive program to assist the agricultural community in demonstrating the commercial feasibility of production, harvest, storage and delivery of a biomass feedstock. Maximize the market potential for renewable energy resources, materials and products and the associated byproducts.
- Develop baseline information that will lead to other projects, processes, ideas and activities.

APPLICATION DEADLINES

There are three grant rounds per year. The application deadlines are January 1, May 1 and September 1. Additional grant round deadline dates may be established by the North Dakota Industrial Commission.

AWARD CEILING

Awards are limited to \$500,000 and require a 50 percent match. In-kind services may not exceed 50 percent of the total Industrial Commission funding amount.



Lindahl Info

Lindahl Wind Project LLC ID 37854200 Phone 913-888-9463
Foreign LLC
11-3-2014

State of Origin Delaware

Nature of Business Wind Project

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