

AFTER RECORDING RETURN TO

Orin Shakerdge, Esq.
 FPL Energy, LLC
 700 Universe Blvd. (LAW/JB)
 Juno Beach, FL 33408

OFFICE OF COUNTY RECORDER
 STATE OF NORTH DAKOTA
 COUNTY OF OLIVER

Filed for record this 27th day
 of June A.D. 2008
 at 2:54 o'clock P.M.
 and recorded as document No. 84429
 in book CC of Misc page 104-108
K. Kessler County Recorder
M. M. M. M. M. Deputy
 (This space reserved for recording information) 24

**MEMORANDUM OF EASEMENTS**

Keith G. Kessler a/k/a Keith Kessler and Deanna A. Kessler, Husband and Wife ("**Owner**"), and Boulevard Associates, LLC, a Delaware limited liability company ("**Operator**") have entered into that certain Wind Farm Easement Agreement ("**Easement Agreement**") whereby Owner granted to Operator an exclusive option ("**Option**") for the following easements in connection with the development, construction and operation of a wind energy project in Oliver County, North Dakota (jointly and severally, the "**Easements**");

- (1) Turbine Easement
- (2) Access Easement
- (3) Collection Easement
- (4) Construction Easement
- (5) Wind Non-Obstruction Easement
- (6) Noise Easement
- (7) Overhang Easement
- (8) Met Tower Easement

covering all or portions of the real property described in **Exhibit "A"** attached hereto and made a part hereof (the "**Easement Property**").

As to the Option, the period during which the Option may be exercised ("**Option Term**") shall begin on the date when both Owner and Operator have executed the Agreement, and shall continue for a period of thirty-six (36) months after such date ("**Initial Option Period**"). The Option Term may be extended for one twenty-four (24) month extension period ("**Extended Option Period**"). Operator may exercise the Option by giving written notice to Owner ("**Option Notice**") at any time during the Option Term.

As to the Easements:

(I) The term of the Easements is ninety-nine (99) years commencing on the date specified in Option Notice ("**Commencement Date**").

(II) Pursuant to the terms and conditions of the Easement Agreement:

(A) Operator has the exclusive right to convert all of the wind resources on the Easement Property. Any of the Owner's activities, or any grant of rights by Owner to a third party, on the Easement Property or adjacent property of Owner shall not, now or in the future, interfere in any way with the rights of Operator under the Easement Agreement.

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(B) The Easements shall be defined pursuant to an as built survey to be prepared by Operator upon completion of construction of the wind energy project which may be recorded in the public records by Operator.

(III) The Easements and any restriction contained in the Easement Agreement run with the land affected thereby and are binding upon, and inure to the benefit of the Owner and Operator, their respective successors, heirs mortgagees, assigns, personal representatives, tenants, or persons claiming through them.

(IV) The address of Owner is:

Keith G. and Deanna A. Kessler
6001 26th Street SW
Glen Ullin, ND 58631
701-873-5303

(V) The address of Operator is:

Boulevard Associates, LLC
700 Universe Boulevard
Juno Beach, FL 33408-2683
Telephone: (561) 691-7171
Telecopier: (561) 691-7177
Attn: Business Manager

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IN WITNESS WHEREOF, the Owner has executed this Memorandum of Easements on the date set forth below:

Owner:

Keith G. Kessler a/k/a Keith Kessler
Keith G. Kessler a/k/a Keith Kessler

Deanna A. Kessler
Deanna A. Kessler

ACKNOWLEDGMENT

STATE OF NORTH DAKOTA
Mercer
COUNTY OF ~~MORTON~~

The forgoing instrument was acknowledged before me this 25 day of November, 2007, by Keith G. Kessler a/k/a Keith Kessler and Deanna A. Kessler.

My Commission expires: 4-12-11

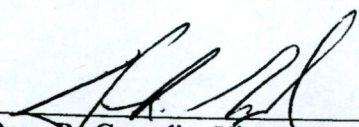
Renee Erickson
Notary Public

RENEE ERICKSON
Notary Public
State of North Dakota
My Commission Expires Apr. 12, 2011

(This space reserved for recording information)

IN WITNESS WHEREOF, the Operator has executed this Memorandum of Easements on the date set forth below:

Operator:
Boulevard Associates, LLC,
a Delaware Limited Liability Company

By: 
Dean R. Gosselin, Vice President

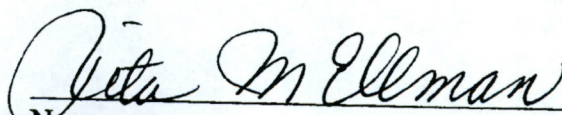
STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

The forgoing instrument was acknowledged before me this 20th day of March, 2008, by Dean R. Gosselin, as Vice President of Boulevard Associates, LLC, a Delaware limited liability company, who is personally known to me who subscribed to the foregoing instrument and acknowledged that he executed the same on behalf of said limited liability company and that he was duly authorized to do so.

(SEAL)



Rita M. Ellman
Commission # DD415594
Expires June 17, 2009
Bonded Troy Fain - Insurance, Inc. 800-385-7019


Name: _____
Notary Public, State of Florida
My Commission Expires: _____

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EXHIBIT A

Legal Description of Easement Property

The Northwest Quarter (NW $\frac{1}{4}$) of Section 15, Township 141 North, Range 87 West of the 5th P.M., Oliver County, North Dakota ✓

The Southeast Quarter of the Southeast Quarter (SE $\frac{1}{4}$ SE $\frac{1}{4}$) of Section 15, Township 141 North, Range 87 West of the 5th P.M., Oliver County, North Dakota

The North Half of the Southeast Quarter (N $\frac{1}{2}$ SE $\frac{1}{4}$) of Section 15, Township 141 North, Range 87 West of the 5th P.M., Oliver County, North Dakota

Northeast Quarter (NE $\frac{1}{4}$) of Section 16, Township 141 North, Range 87 West of the 5th P.M., Oliver County, North Dakota ✓

South Half (S $\frac{1}{2}$) of Section 16, Township 141 North, Range 87 West, Oliver County, North Dakota ✓

Lots 1 and 2 and East Half of the Northwest Quarter (E $\frac{1}{2}$ NW $\frac{1}{4}$) of Section 18, Township 141 North, Range 87 West, Oliver County, North Dakota ✓

The East Half (E $\frac{1}{2}$) of Section 21, Township 141 North, Range 87 West, Oliver County, North Dakota ✓