

**MEMORANDUM OF SOLAR OPTION AND LAND LEASE**

By this Memorandum of Solar Option and Land Lease (this "Memorandum"), **R.N. Willey & Sons Excavating, Inc.**, a Maine corporation, ("Lessor") evidences that it has entered into a Solar Option and Land Lease of even date herewith (the "Agreement") with **Sebago Solar, LLC**, a Maine limited liability company ("Lessee") granting Lessee an exclusive option to lease and certain easements over real property of Owner situated in the Town of Windham, Cumberland County, State of Maine, as more particularly described on Exhibit A attached hereto and made a part hereof (the "Premises"), on terms and conditions set forth in the Agreement.

The term of the option granted in the Agreement commenced on December 27, 2019 and shall expire, unless earlier terminated, on 12:01 a.m. on December 27, 2024 (the "Expiration Date"). Unless this Memorandum has been terminated prior to the Expiration Date by the recordation of a Release of Solar Option and Land Lease in the Cumberland County Registry of Deeds, signed by Lessee and specifically referencing this Memorandum, this Memorandum shall automatically cease to impart constructive notice of the Agreement from and after the Expiration Date.

The parties have executed and recorded this instrument for the purpose of imparting notice to all third parties of the Agreement.

This Memorandum and the Agreement shall bind and inure to the benefit of the parties and their respective heirs, successors and assigns.

This Memorandum and the Agreement are governed by Maine law.

This Memorandum may be executed in multiple counterparts, which when assembled together shall constitute one instrument.

The addresses of Lessor and Lessee for purposes of notice are:

Lessor:  
R.N. Willey & Sons Excavating, Inc.  
P.O. Box 28  
South Casco, Maine 04077

Lessee:  
Sebago Solar, LLC  
c/o Next Phase Energy Services, LLC  
143 Highland Shores Road  
Casco, ME 04015

IN WITNESS WHEREOF, Lessor and Lessee have caused this this Memorandum to be executed by their duly authorized representatives as of the dates of the notary acknowledgements below.

LESSOR:

R.N. WILLEY & SONS EXCAVATING, INC.

By: James N. Willey  
Name: James N. Willey  
Its: President

STATE OF MAINE

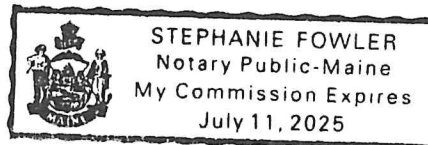
COUNTY OF § Cumberland

December 27<sup>th</sup>, 2019

PERSONALLY APPEARED the above-named James Willey, of R.N. Willey & Sons Excavating, Inc. as aforesaid, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

Stephanie Fowler  
Print Name: Stephanie Fowler  
Notary Public/Attorney at Law  
My commission expires: July 11, 2025



LESSEE:

SEBAGO SOLAR, LLC

By: Mainely Solar, LLC

Its: Manager

By: [Signature]  
Name: Dave Fowler  
Title: Manager

STATE OF MAINE }  
COUNTY OF Cumberland }

December 27, 2019

PERSONALLY APPEARED the above-named Dave Fowler, Manager of Mainely Solar, LLC, Manager of Sebago Solar, LLC, as aforesaid, and acknowledged the foregoing instrument to be his/~~her~~ free act and deed in his/~~her~~ said capacity and the free act and deed of said limited liability companies.

Before me,

Kathleen L Griffith  
Print Name:  
Notary Public/Attorney at Law  
My commission expires:

KATHLEEN L. GRIFFITH  
Notary Public, Maine  
My Commission Expires November 26, 20 20

## **EXHIBIT A**

### **DESCRIPTION OF PREMISES**

Certain real property generally depicted as Map 23A, Lot 4B on the Town of Windham 2018 Property Maps, a copy of which is attached hereto as Exhibit A-1, and more particularly described in a deed to R.N. Willey & Sons Excavating, Inc. recorded in the Cumberland County Registry of Deeds in Book 15765, Page 0154, to which reference is hereby made for a more particular description of the Premises.

[illegible]