

**FIRST AMENDMENT TO
AGREEMENT FOR USE, REPAIR, AND IMPROVEMENTS OF ROADS**

This First Amendment to Agreement for Use, Repair, and Improvements of Roads (this "**First Amendment**"), is made and entered into this 6th day of December, 2017 (the "**First Amendment Effective Date**") by and between Paulding County and Latty and Blue Creek Townships, all political subdivisions organized under the laws of the State of Ohio ("**Local Parties**"), and Trishe Wind Ohio, LLC, an Ohio limited liability company ("**Developer**"). Each of the Local Parties and Developer are sometimes referred to as a "**Party**" and collectively as the "**Parties**".

RECITALS:

A. The Parties entered into that certain Agreement for Use, Repair, and Improvement of Roads on September 7th, 2016 (the "**Agreement**").

B. Pursuant to the requirements of Section 2.2 of the Agreement, Developer has met with the Local Parties and desires to amend Exhibit B to the Agreement to add additional roads, bridges, ditches, culverts or other structures designated as "Heavy Haul Routes" under the Agreement. In such meeting, Developer identified for the Local Parties the segments of public roads for which Developer desires to include within the definition of Heavy Haul Routes. Engineering details regarding the proposed new road segments were included in Exhibit C (the "Pre-Construction Inspection Report") per the Agreement under Table 4.1 Pavement Test Sections of the report.

C. The Local Parties have completed their engineering due diligence on the new road segments and have approved those road segments and new, additional Heavy Haul Routes, and the Parties desire to enter into this First Amendment to supplement Exhibit B to the Agreement by adding the new, additional road segments as Heavy Haul Routes, as further identified in this First Amendment.

AGREEMENT:

NOW, THEREFORE, in consideration of the promises and mutual agreements and covenants herein contained, the receipt and sufficiency of which the Parties hereby acknowledge, intending to be legally bound, hereby agree as follows:

1. Capitalized Terms. Capitalized terms used herein and not otherwise defined shall have the meaning given to them in the Agreement.
2. Supplementation of Exhibit B. In addition to the Heavy Haul Routes identified on Exhibit B to the Agreement, the following additional roads, bridges, ditches, culverts or other structures shall be deemed to be additions to Exhibit B to the Agreement and shall hereafter be considered to be within the definition of "Heavy Haul Routes" as provided in the Agreement, as amended by this First Amendment:

Blue Creek Township: Township Road 79 – From State Route 114 to Township Road 60. Covering approx. 1.5 miles.



150 E. GAY STREET, 24TH FLOOR
COLUMBUS, OH 43215-3192
TELEPHONE: (614) 744-2570
FACSIMILE: (844) 670-6009
<http://www.dickinsonwright.com>

WILLIAM V. VORYS
WVorys@dickinsonwright.com
(614) 744-2936

December 15, 2017

Ms. Barcy F. McNeal, Secretary
Ohio Power Siting Board
Docketing Division
180 East Broad Street, 11th Floor
Columbus, OH 43215

**Re: Case Nos. 13-197-EL-BGN, 16-1687-EL-BGA, and 17-1099-EL-BGA
Trishe Wind Ohio, LLC
Update to October 24, 2016 Filing Regarding Compliance with Condition 25 of the
Supplement – Amendment to Road Use Agreement**

Dear Ms. McNeal:

Trishe Wind Ohio, LLC (“Applicant”) is certified to construct a wind-powered electric generation facility in Paulding County, Ohio (“Project”), in accordance with the December 16, 2013 Opinion, Order, and Certificate (“Certificate”) issued by the Ohio Power Siting Board (“OPSB”). The Certificate is subject to the 40 conditions set forth in the December 16, 2013 Order, as well as the 26 conditions set forth in the October 1, 2013 Supplement to the original application (“Supplement”).

Condition 25 of the Supplement requires Applicant to execute an “Agreement for Use, Repair, and Improvement of Roads” with Paulding County prior to construction for OPSB Staff’s review and acceptance. On October 24, 2016, Applicant filed a Notification of Compliance with Condition 25 of the Supplement. At this time, we are updating the October 24, 2016 filing to include the first amendment to the agreement for use, repair, and improvement of roads, which is attached hereto.

We are available, at your convenience, to answer any questions you may have.

Respectfully submitted,

/s/ William V. Vorys

William V. Vorys (0093479)
Christine M.T. Pirik (0029759)
Terrence O’Donnell (0074213)
Dickinson Wright PLLC
150 East Gay Street, Suite 2400
Columbus, Ohio 43215
Phone: (614) 591-5461
Email: wvorys@dickinsonwright.com
cpirik@dickinsonwright.com
todonnell@dickinsonwright.com

Enclosure
COLUMBUS 73809-1 81144v1

Attorneys for Trishe Wind Ohio, LLC

Latty Township: Township Road 131 – From State Route 114 to Township Road 60. Covering approx. 2.0 miles.

Latty Township: Township Road 48 East – From US Highway 127 to Township Road 117. Covering approx. 1.0 miles.

3. Interpretation. The Agreement, as amended by this First Amendment, continues unimpaired and in full force and effect in accordance with the provisions thereof. Reference in the Agreement to the “Agreement” shall hereafter be deemed to refer to the Agreement as amended by this First Amendment. Except as specifically modified in this First Amendment, all other terms and conditions of the Agreement remain unmodified.

4. Counterparts. This First Amendment may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which shall be one and the same document.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this First Amendment has been duly executed by the Parties as of and on the date first written above.

TRISHE WIND OHIO, LLC

A handwritten signature in black ink, appearing to read "Himanshu Saxena", written over a horizontal line.

Himanshu Saxena, Chief Executive Officer

[Signatures of the County, County Engineer, and the County Prosecuting Attorney appear on following pages]

COMMISSIONERS OF PAULDING COUNTY

Mark Holtsberry

Name: Mark Holtsberry

Roy Klopfenstein

Name: Roy Klopfenstein

Tony Zartman

Name: Tony Zartman

PAULDING COUNTY ENGINEER

Travis McGarvey

Name: Travis McGarvey

PAULDING COUNTY PROSECUTING ATTORNEY

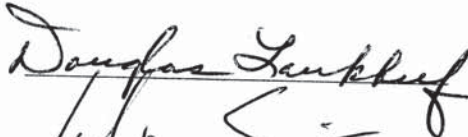
Approved as to Form:

Joseph R. Burkard

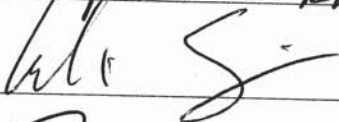
Name: Joseph R. Burkard

[Signatures of Townships appear on next page]

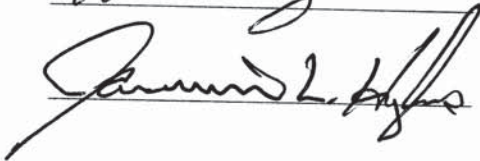
TRUSTEES OF BLUE CREEK TOWNSHIP



Name: Douglas Laukhuf



Name: Calvin Sinn



Name: Jammie L. Hughes

TRUSTEES OF LATTY TOWNSHIP



Name: Blake Sinn



Name: Lyle Ebel



Name: Jason A. Sheets

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

12/15/2017 2:44:06 PM

in

Case No(s). 13-0197-EL-BGN, 16-1687-EL-BGA, 17-1099-EL-BGA

Summary: Notice of Update to October 24, 2016 Filing Regarding Compliance with Condition 25 of the Supplement – Amendment to Road Use Agreement electronically filed by Mr. William V Vorys on behalf of Trishe Wind Ohio, LLC