

**FIRST AMENDMENT TO
LAND LEASE AGREEMENT
(Solar Farm)**

This first amendment ("Amendment 1") to that certain Land Lease Agreement dated October 6, 2016 and recorded on December 15, 2016 at reception #2016000109439 (the "Lease"), is hereby made and entered into this 23rd day of February, 2017, by and between Adams County ("Landlord") and CEC Solar #1130, LLC, a Colorado limited liability company ("Tenant").

WHEREAS, any capitalized or defined terms not specifically defined herein shall have their meaning as set forth in the Lease;

WHEREAS, the Parties desire to amend the Lease as herein stated;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Exhibit A of the Lease is replaced in its entirety with Exhibit A of this Amendment.
2. Exhibit B of the Lease is replaced in its entirety with Exhibit B of this Amendment.
3. In Section 2 paragraph 2 of the Lease, the term "non-aeronautical-related purposes" is replaced in its entirety with "Concurrent Uses as approved by the FAA."
4. As previously stated in the Lease, throughout the Lease all references to "Landlord" shall mean Adams County.
5. Except as modified by this Amendment 1, the terms of the Lease continue in full force and effect.
6. This Amendment 1 may be executed in one or more counterparts, each of which shall be deemed an original and all of which shall be deemed one and same agreement. Delivery of an executed counterpart of this Agreement by facsimile or PDF transmission will be deemed as effective as delivery of an originally executed counterpart.

[SIGNATURES ON THE FOLLOWING PAGES]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement, as a sealed instrument, as of the day and year first above written.

TENANT:

CEC Solar #1130, LLC

by Clean Energy Collective, LLC,
its Manager

By: 

Name: Paul Spencer

Title: Chief Executive Officer

COMMONWEALTH / STATE OF COLORADO

)

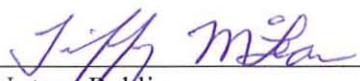
) ss

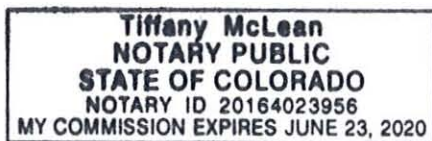
COUNTY OF BOULDER

)

On this 28th day of ^{April}~~January~~, 2017, before me, the undersigned notary public in and for said Commonwealth/State, personally appeared Paul Spencer proved to me on the basis of satisfactory evidence of identification, which were personally known, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed such document voluntarily on behalf of CEC Solar #1130, LLC for its stated purpose (as Tenant).

WITNESS my hand and official seal.


Notary Public



"EXHIBIT A"
PAGE 1 OF 2

LEASE AREA:

A LEASE AREA EXISTING OVER AND ACROSS A PORTION OF THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 17, TOWNSHIP 3 SOUTH, RANGE 64 WEST, OF THE 6TH P.M., COUNTY OF ADAMS, STATE OF COLORADO. BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

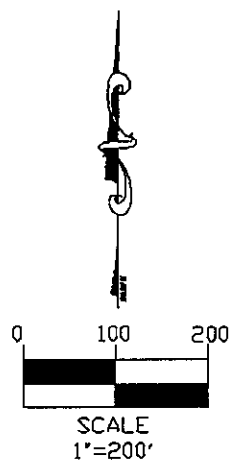
COMMENCING AT THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 17, BEING A 3 1/4" ALUMINUM CAP LS 30109, AND CONSIDERING THE LINE TO THE NORTHWEST CORNER OF SAID SECTION 17, BEING A 3 1/4" ALUMINUM CAP LS 30109, TO BEAR NORTH 00°18'12" WEST; THENCE NORTH 55°55'33" EAST, A DISTANCE OF 146.76 FEET MORE OR LESS TO A POINT BEING 122.00 FEET EAST OF THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 17 TO THE TRUE POINT OF BEGINNING; THENCE NORTH 00°18'12" WEST ALONG A LINE BEING 122.00 FEET EAST OF AND PARALLEL TO SAID WEST LINE OF SECTION 17, A DISTANCE OF 747.87 FEET; THENCE NORTH 90°00'00" EAST, A DISTANCE OF 710.08 FEET; THENCE SOUTH 00°00'00" EAST, A DISTANCE OF 747.86 FEET; THENCE NORTH 90°00'00" WEST, A DISTANCE OF 706.12 FEET MORE OR LESS TO THE TRUE POINT OF BEGINNING. SAID LEASE AREA CONTAINING 529,562 SQ. FT. OR 12.16 ACRES MORE OR LESS.

GREEN MOUNTAIN SURVEYING
SAMUEL A. KNIGHT
CO PLS# 38,127

PROJECT LOCATION:
THE NORTHWEST QUARTER,
OF SECTION 17, TOWNSHIP 3 SOUTH,
RANGE 64 WEST, 6TH P.M.,
COUNTY OF ADAMS,
STATE OF COLORADO.

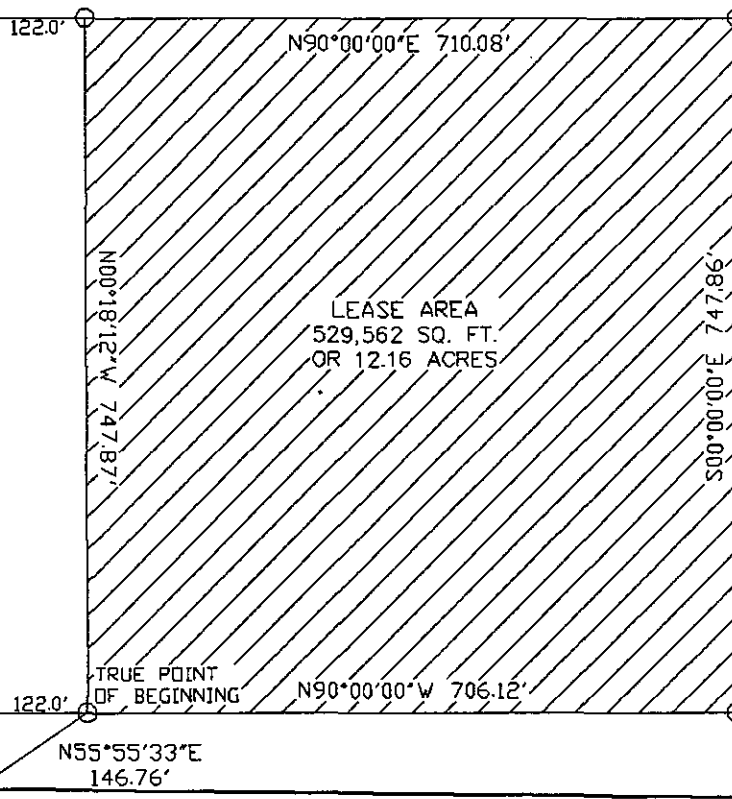
"EXHIBIT A"
PAGE 2 OF 2

THE NORTHWEST CORNER OF
THE NORTHWEST QUARTER
OF SECTION 17,
TOWNSHIP 3 SOUTH,
RANGE 64 WEST,
FOUND 3 1/4" ALUMINUM CAP
IN RANGE BOX LS 30109
PER MONUMENT RECORD DATED 01/27/03



THE WEST LINE OF THE
NORTHWEST QUARTER
OF SECTION 17
N00°18'12"W

POINT OF COMMENCEMENT
THE SOUTHWEST CORNER OF
THE NORTHWEST QUARTER
OF SECTION 17,
TOWNSHIP 3 SOUTH,
RANGE 64 WEST,
FOUND 3 1/4" ALUMINUM CAP
IN RANGE BOX LS 30109
PER MONUMENT RECORD DATED 11/22/06



THE SOUTH LINE OF THE
NORTHWEST QUARTER
OF SECTION 17

PROJECT LOCATION:
THE NORTHWEST QUARTER,
OF SECTION 17, TOWNSHIP 3 SOUTH,
RANGE 64 WEST, 6TH P.M.,
COUNTY OF ADAMS,
STATE OF COLORADO.

GREEN MOUNTAIN SURVEYING
SAMUEL A. KNIGHT
CO PLS# 38,127

"EXHIBIT B"
PAGE 1 OF 2

ACCESS EASEMENT:

AN ACCESS EASEMENT EXISTING OVER AND ACROSS A PORTION OF THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 17, TOWNSHIP 3 SOUTH, RANGE 64 WEST, OF THE 6TH P.M., COUNTY OF ADAMS, STATE OF COLORADO. BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

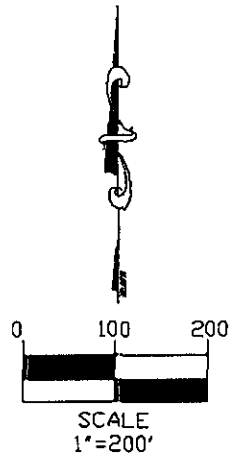
COMMENCING AT THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 17, BEING A 3 1/4" ALUMINUM CAP LS 30109, AND CONSIDERING THE LINE TO THE NORTHWEST CORNER OF SAID SECTION 17, BEING A 3 1/4" ALUMINUM CAP LS 30109, TO BEAR NORTH 00°18'12" WEST; THENCE NORTH 04°30'09" EAST, A DISTANCE OF 358.09 FEET MORE OR LESS TO A POINT BEING 30.00' EAST OF THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 17, TO THE TRUE POINT OF BEGINNING; THENCE NORTH 00°18'12" WEST ALONG A LINE BEING 30.00 FEET EAST OF AND PARALLEL TO SAID WEST LINE, A DISTANCE OF 35.83 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT A DISTANCE OF 9.63', HAVING A RADIUS OF 15.00', AND A CHORD BEARING SOUTH 71°36'41" EAST, A DISTANCE OF 9.46 FEET; THENCE SOUTH 90°00'00" EAST, A DISTANCE OF 24.68 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT A DISTANCE OF 10.94 FEET, HAVING A RADIUS OF 15.00', AND A CHORD BEARING NORTH 69°06'18" EAST, A DISTANCE OF 10.70 FEET; THENCE ALONG THE ARC OF A CURVE TO THE RIGHT A DISTANCE OF 32.82 FEET, HAVING A RADIUS OF 45.00 FEET, AND A CHORD BEARING NORTH 69°06'18" EAST, A DISTANCE OF 32.10 FEET; THENCE SOUTH 90°00'00" EAST, A DISTANCE OF 18.29 FEET; THENCE SOUTH 00°18'12" EAST, A DISTANCE OF 30.00 FEET; THENCE NORTH 90°00'00" WEST, A DISTANCE OF 18.45 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT A DISTANCE OF 10.94 FEET, HAVING A RADIUS OF 15.00 FEET, AND A CHORD BEARING SOUTH 69°06'18" WEST, A DISTANCE OF 10.70 FEET; THENCE ALONG THE ARC OF A CURVE TO THE RIGHT A DISTANCE OF 32.82 FEET, HAVING A RADIUS OF 45.00 FEET, AND A CHORD BEARING SOUTH 69°06'18" WEST, A DISTANCE OF 32.10 FEET; THENCE NORTH 90°00'00" WEST, A DISTANCE OF 24.68 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT A DISTANCE OF 9.39 FEET, HAVING A RADIUS OF 15.00 FEET, AND A CHORD BEARING SOUTH 72°03'40" WEST, A DISTANCE OF 9.24 FEET MORE OR LESS TO THE TRUE POINT OF BEGINNING. SAID EASEMENT CONTAINING 2,888 SQ. FT. OR 0.07 ACRES MORE OR LESS.

GREEN MOUNTAIN SURVEYING
SAMUEL A. KNIGHT
CO PLS# 38,127

PROJECT LOCATION:
THE NORTHWEST QUARTER,
OF SECTION 17, TOWNSHIP 3 SOUTH,
RANGE 64 WEST, 6TH P.M.,
COUNTY OF ADAMS,
STATE OF COLORADO.

"EXHIBIT B"
PAGE 2 OF 2

THE NORTHWEST CORNER OF
THE NORTHWEST QUARTER
OF SECTION 17,
TOWNSHIP 3 SOUTH,
RANGE 64 WEST,
FOUND 3 1/4" ALUMINUM CAP
IN RANGE BOX LS 30109
PER MONUMENT RECORD DATED 01/27/03



POINT OF COMMENCEMENT
THE SOUTHWEST CORNER OF
THE NORTHWEST QUARTER
OF SECTION 17,
TOWNSHIP 3 SOUTH,
RANGE 64 WEST,
FOUND 3 1/4" ALUMINUM CAP
IN RANGE BOX LS 30109
PER MONUMENT RECORD DATED 11/22/06

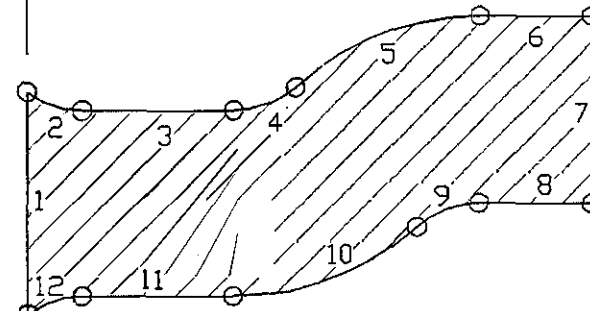
THE WEST LINE OF THE
NORTHWEST QUARTER
OF SECTION 17
N00°18'12"W

EXISTING 30' ROW

SEE DETAIL
TRUE POINT
OF BEGINNING

N04°30'09"E 358.09'

ACCESS EASEMENT DETAIL
SCALE 1"=30'



TRUE POINT
OF BEGINNING

LINE TABLE

1)	N 00°18'12" W	LENGTH: 35.83'
2)	AL=9.63'	R=15.00'
	CH=S 71°36'41" E 9.46'	
3)	S 90°00'00" E	LENGTH: 24.68'
4)	AL=10.94'	R=15.00'
	CH=N 69°06'18" E 10.70'	
5)	AL=32.82'	R=45.00'
	N69°06'18"E 32.10'	
6)	S 90°00'00" E	LENGTH: 18.29'
7)	S 00°18'12" E	LENGTH: 30.00'
8)	N 90°00'00" W	LENGTH: 18.45'
9)	AL=10.94'	R=15.00'
	CH=S 69°06'18" W 10.70'	
10)	AL=32.82'	R=45.00'
	CH=S69°06'18"W 32.10'	
11)	N 90°00'00" W	LENGTH: 24.68'
12)	AL=9.39'	R=15.00'
	CH=S 72°03'40" W 9.24'	

CONTAINING 2.888 SQ. FT. OR 0.07 ACRES

N04°30'09"E 358.09'

EXISTING 30' ROW

GREEN MOUNTAIN SURVEYING
SAMUEL A. KNIGHT
CO PLS# 38,127

PROJECT LOCATION:
THE NORTHWEST QUARTER,
OF SECTION 17, TOWNSHIP 3 SOUTH,
RANGE 64 WEST, 6TH P.M.,
COUNTY OF ADAMS,
STATE OF COLORADO.