FACILITY SCHEDULE NO. 12

1. **Name:** Sweet Home Substation

2. **Facility Location:** The Sweet Home Substation is located at 780 C.R. 382, Hallettsville, Lavaca County, Texas 77964.

3. **Points of Interconnection:** There are six (6) Points of Interconnection in the Sweet Home Substation generally described as:

   - where the incoming distribution line connects to the tubular bus between switches SH-31 and SH-33 at breaker Q-301.
   - where the jumper from breaker Q-301 connects to the 4 hole pad on switch SH-29.
   - where the jumper from breaker Q-301 connects to the 4 hole pad on switch SH-31.
   - where the incoming distribution line connects to the tubular bus between switches SH-61 and SH-63 at breaker Q-201.
   - where the jumper from breaker Q-201 connects to the 4 hole pad on switch SH-59.
   - where the jumper from breaker Q-201 connects to the 4 hole pad on switch SH-61.

4. **Transformation Services Provided by LCRA TSC:** Yes

5. **Metering Services Provided by LCRA TSC:** Yes

6. **Delivery Voltage:** 24.9 kV

7. **Metered Voltage and Location:** The metering voltage is 24.9 kV. The metering current transformer is located inside PWT-1, T-1. The bus potential transformer is located on the 24.9 kV operating buses.

8. **One Line Diagram Attached:** Yes

9. **Description of Facilities Owned by Each Party:**
   GVEC owns:
   - Two (2) distribution circuits including dead end insulators that attach to the dead end structure, conductors, and hardware
   - Two (2) distribution circuit breakers Q201 and Q301 including jumpers and protective relay packages
   - One (1) spare underground feeder bay #2
   - One (1) spare feeder bay #8
   - Three (3) 25 kV surge arresters (bays #2, #3 and #6)

- Three (3) 15 kVA injection bank transformers LM-1 and associated fuses

LCRA TSC owns:

The Sweet Home Substation including, but not limited to, the following items:

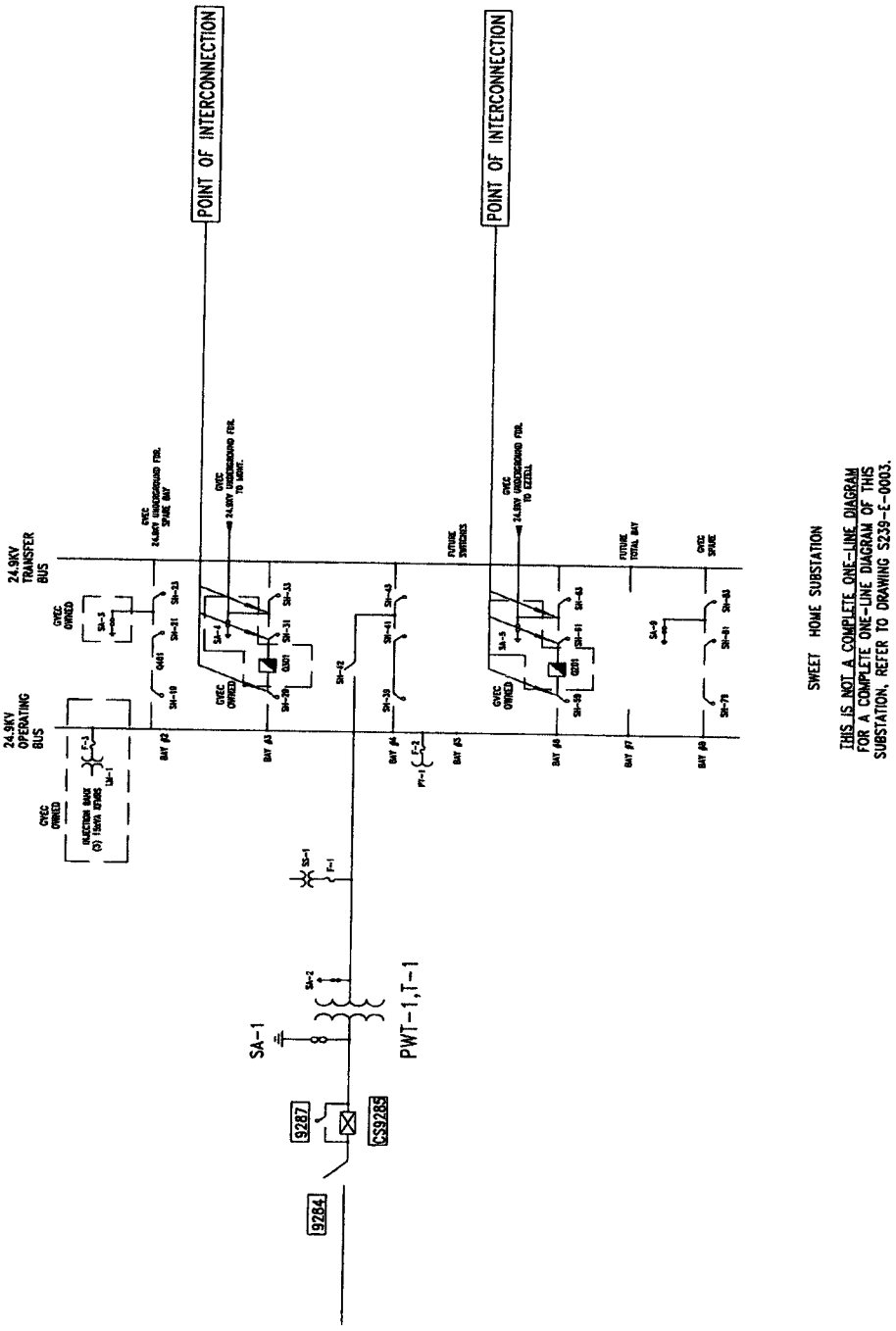
- One (1) 138 kV switch 9284 including foundation and stand
- One (1) circuit switcher CS-9285 and associated bypass switch 9287 including foundation, stand and jumpers
- One (1) power transformer PWT-1, T-1 including foundation/moat and associated surge arresters
- All distribution and total bays including A-frame foundations, A-frames, trusses, insulators, disconnect switches, surge arresters (except bays #2, #3 and #6), 24.9 kV operating and transfer bus, bus potential transformer and associated cabling
- Station service
- House and battery

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.

11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the equipment it owns.

12. **Other Terms and Conditions:** GVEC and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

SWEET HOME ONE-LINE DIAGRAM



FACILITY SCHEDULE NO. 13

1. **Name:** Thompsonville Substation

2. **Facility Location:** The Thompsonville Substation is located at 6864 CR 240, Waelder, Gonzales County, Texas 78959.

3. **Points of Interconnection:** There are three (3) Points of Interconnection in the Thompsonville Substation generally described as:

   - where the incoming distribution line connects to the tubular bus between switches TH-11 and TH-13 at breaker TH-10.
   - where the jumper from circuit breaker TH-10, passing through CT-1, connects to the four hole pad on switch TH-9.
   - where the jumper from circuit breaker TH-10 connects to the four hole pad on switch TH-11.

4. **Transformation Services Provided by LCRA TSC:** Yes

5. **Metering Services Provided by LCRA TSC:** Yes

6. **Delivery Voltage:** 4.16 kV

7. **Metered Voltage and Location:** The metering voltage is 4.16 kV. The metering current transformer is located on the distribution box structure. The bus potential transformer is located on the 4.16 kV transformer bus.

8. **One Line Diagram Attached:** Yes

9. **Description of Facilities Owned by Each Party:**
   GVEC owns:
   - One (1) distribution circuit including dead end insulators that attach to the dead end structure, conductors, and hardware
   - One (1) distribution circuit breaker TH-10 including jumpers and protective relay packages
   - Two (2) capacitor banks CP-1 and CP-2 and associated fuses and support structures.

   LCRA TSC owns:
   The Thompsonville Substation including, but not limited to the following items:
   - One (1) 69 kV switch 1546 including foundation, stand and jumpers
   - One (1) power fuse F-1
   - Four (4) single phase power transformers PWT-1, T-1 with foundations and associated surge arresters
   - 4.16 kV transformer bus including foundations, support structures, insulators,

jumpers and conductors

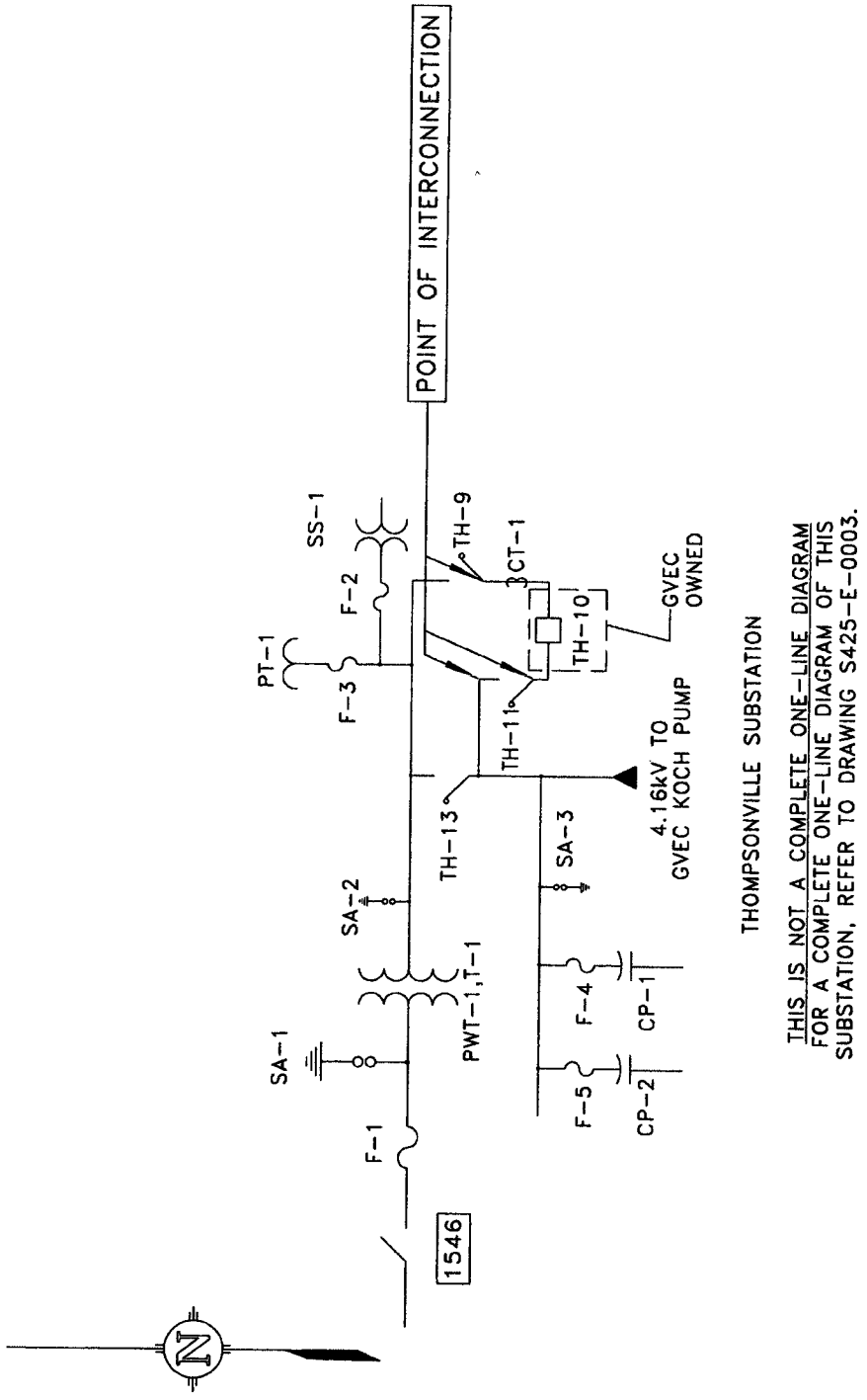
- All distribution and total bays including box structure, foundations, insulators, disconnect switches, surge arresters, 4.16 kV bus, bus potential transformer and associated cabling
- One (1) metering current transformer CT-1
- Underfrequency relay panel
- Control house and battery
- Station service

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.

11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the equipment it owns.

12. **Other Terms and Conditions:** GVEC and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

THOMPSONVILLE ONE-LINE DIAGRAM



FACILITY SCHEDULE NO. 14

1. **Name:** Waelder Substation

2. **Facility Location:** The Waelder Substation is located at 14380 East State Hwy. 97, Waelder, Gonzales County, Texas 78959.

3. **Points of Interconnection:** There are six (6) Points of Interconnection in the Waelder Substation generally described as:

   - where the incoming distribution line connects to the tubular bus between switches WA-11 and WA-12 at breaker X-301.
   - where the jumper from circuit breaker X-301, passing through CT-6, connects to the four hole pad on switch WA-9.
   - where the jumper from circuit breaker X-301 connects to the four hole pad on switch WA-11.
   - where the incoming distribution line connects to the tubular bus between switches WA-41 and WA-42 at breaker X-401.
   - where the jumper from circuit breaker X-401, passing through CT-7, connects to the four hole pad on switch WA-39.
   - where the jumper from circuit breaker X-401 connects to the four hole pad on switch WA-41.

4. **Transformation Services Provided by LCRA TSC:** Yes

5. **Metering Services Provided by LCRA TSC:** Yes

6. **Delivery Voltage:** 12.5 kV

7. **Metered Voltage and Location:** The metering voltage is 12.5 kV. The metering current transformers are located in each distribution bay and in the PWT-1, T-1; 12.5 kV total bay #2. The bus potential transformer is located on the 12.5 kV operating bus.

8. **One Line Diagram Attached:** Yes

9. **Description of Facilities Owned by Each Party:**
   GVEC owns:
   - Two (2) distribution circuits including dead end insulators that attach to the dead end structure, conductors, and hardware
   - Two (2) distribution circuit breakers X301 and X401 including foundations, jumpers and protective relay packages
   - One (1) modulation transformer MTU-1 with OMU-1and associated surge arrester and fuse.

LCRA TSC owns:

The Waelder Substation including, but not limited to, the following items:

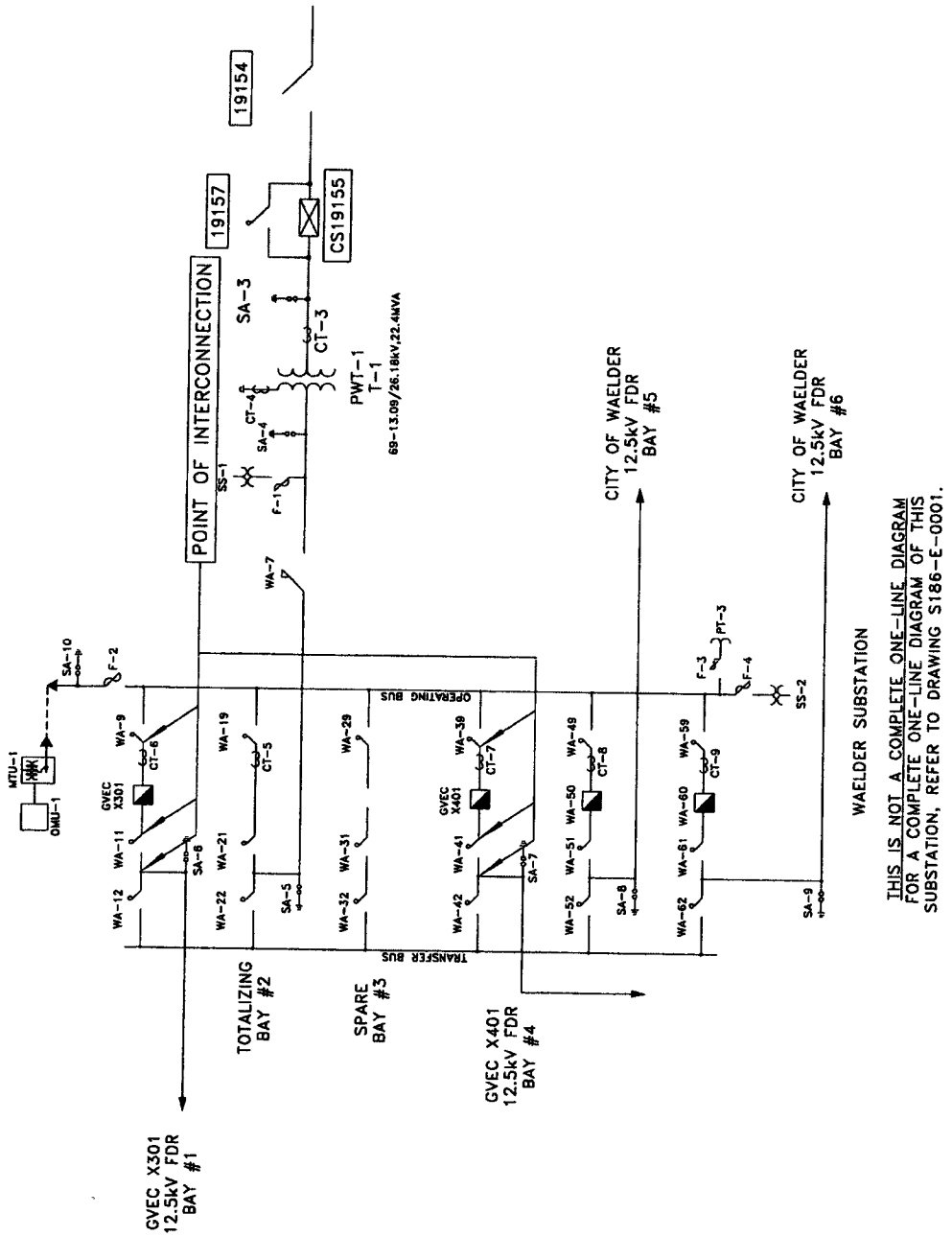
- One (1) 138 kV switch 19154 including foundation, stand and jumpers
- One (1) circuit switcher CS-19155 and associated bypass switch 19157 including foundations, stands and jumpers
- One (1) power transformer PWT-1, T-1 including bus tower, foundations and associated surge arresters
- One (1) current transformers CT-3
- One (1) single phase current transformer CT-4
- One (1) 12.5 kV transformer bus disconnect switch WA-7
- All distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters, 12.5 kV operating and transfer bus, bus potential transformer, metering current transformers and associated cabling
- Two (2) station service SS-1 and SS-2 and associated fuses
- Control house (24' X 33') and battery
- Portable control house (8' X 12')
- Storage building (8' X 6')

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.

11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the equipment it owns.

12. **Other Terms and Conditions:** GVEC and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

WAELDER ONE-LINE DIAGRAM



FACILITY SCHEDULE NO. 15

1. **Name:** Weiderstein Substation

2. **Facility Location:** The Weiderstein Substation is located at 18240 Weiderstein Rd., Schertz, Guadalupe County, Texas 78154.

3. **Points of Interconnection:** There are two (2) Points of Interconnection in the Weiderstein Substation generally described as:

   - where the 138 kV transformer bus #1 expansion connector bolts to the four hole pad on switch 11414.
   - where the 138 kV transformer bus #2 expansion connector bolts to the four hole pad on switch 11554.

4. **Transformation Services Provided by LCRA TSC:** No

5. **Metering Services Provided by LCRA TSC:** Yes

6. **Delivery Voltage:** 138 kV

7. **Metered Voltage and Location:** The metering voltage is 24.9 kV. The metering current transformers are inside PWT-1, T-1 and PWT-2, T-2. The bus potential transformers are located on both 24.9 kV operating buses.

8. **One Line Diagram Attached:** Yes

9. **Description of Facilities Owned by Each Party:**
   GVEC owns:
   - One (1) 138 kV switch 11438
   - Two (2) circuit switchers CS-11415 and CS-11555 with associated disconnect switches 11414 and 11554
   - Two (2) power transformers PWT-1, T-1 and PWT-2, T-2 and associated surge arresters
   - All distribution circuits including dead end insulators that attach to the dead end structure, conductors, and hardware
   - All distribution circuit breakers including jumpers, protective relay packages and foundations
   - All distribution and total bays including A-frames, trusses, insulators, disconnect switches, bus tie switch, mobile hookup switch, 24.9 kV transformer bus disconnect switches, surge arresters, 24.9 kV operating and transfer bus,
   - Station service SS-2
   - Two (2) load management systems LM-1 and LM-2 with ARM-1 and ARM-2
   - Underfrequency relay equipment

LCRA TSC owns:

The Weiderstein Substation including, but not limited to, the following items.

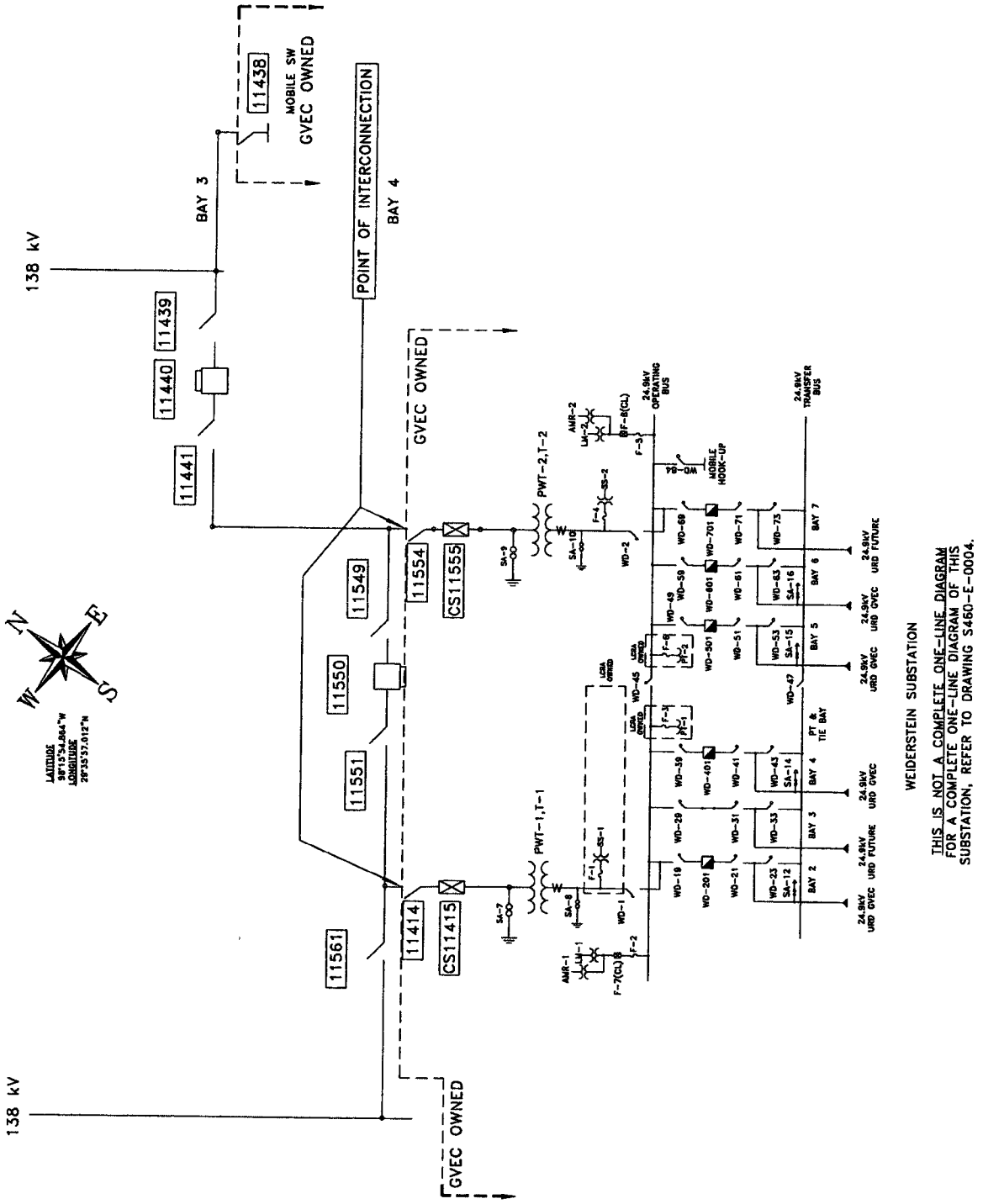
- Two (2) 138 kV circuit breakers 11440 and 11550 including foundation, jumpers and protective relay packages
- Five (5) 138 kV switches 11439, 11441, 11549, 11551and 11561
- Two (2) 24.9 kV bus potential transformers PT-1 and PT-2 including associated fuses
- Control house and battery
- Station service SS-1

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.

11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the equipment it owns.

12. **Other Terms and Conditions:** GVEC and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

WEIDERSTEIN ONE-LINE DIAGRAM



FACILITY SCHEDULE NO. 16

1. **Name:** Yoakum-Gartner Road Substation

2. **Facility Location:** The Yoakum-Gartner Road Substation is located at 201 Gaettner St., Yoakum, Dewitt County, Texas 77995.

3. **Points of Interconnection:** There are eleven (11) Points of Interconnection in the Yoakum-Gartner Road Substation generally described as:

   - where the incoming distribution line connects to the tubular bus between switches Y-251 and Y-253 at breaker YM-101.
   - where the jumper from circuit breaker YM-101, passing through CT-4, connects to the four hole pad on switch Y-249.
   - where the jumper from circuit breaker YM-101 connects to the four hole pad on switch Y-251.
   - where the jumper from switch Y-219 connects to the 12.5 kV operating bus at breaker YM-301.
   - where the jumper from switch Y-223 connects to the 12.5 kV transfer bus at breaker YM-301.
   - where the jumper from switch Y-229 connects to the 12.5 kV operating bus at breaker YM-201.
   - where the jumper from switch Y-233 connects to the 12.5 kV transfer bus at breaker YM-201.
   - where the jumper from switch Y-159 connects to the 12.5 kV operating bus at breaker YM-401.
   - where the jumper from switch Y-163 connects to the 12.5 kV transfer bus at breaker YM-401.
   - where the jumper from switch Y-139 connects to the 12.5 kV operating bus at breaker YM-501.
   - where the jumper from switch Y-143 connects to the 12.5 kV transfer bus at breaker YM-501.

4. **Transformation Services Provided by LCRA TSC:** Yes

5. **Metering Services Provided by LCRA TSC:** Yes

6. **Delivery Voltage:** 12.5 kV

7. **Metered Voltage and Location:** The metering voltage is 12.5 kV. The metering current transformers are located in both total bays and in each distribution bay. The bus potential transformers are located on the 12.5 kV operating buses.

8. **One Line Diagram Attached:** Yes

9. **Description of Facilities Owned by Each Party:**
GVEC owns:

- Five (5) distribution circuits including dead end insulators that attach to the dead end structure, conductors, and hardware
- Five (5) distribution circuit breakers YM-101, YM-201, YM-301, YM-401 and YM-501 including jumpers and protective relay packages
- Four (4) distribution and total bays (bays #1-4, #1-6, # 2-2 and #2-3) including A-frames (2 in bay #2-2), trusses (2 upper and 4 lower), insulators, disconnect switches and surge arresters
- Two (2) load management systems LM (both labeled LM)

LCRA TSC owns:

The Yoakum-Gartner Road Substation including, but not limited to, the following items:

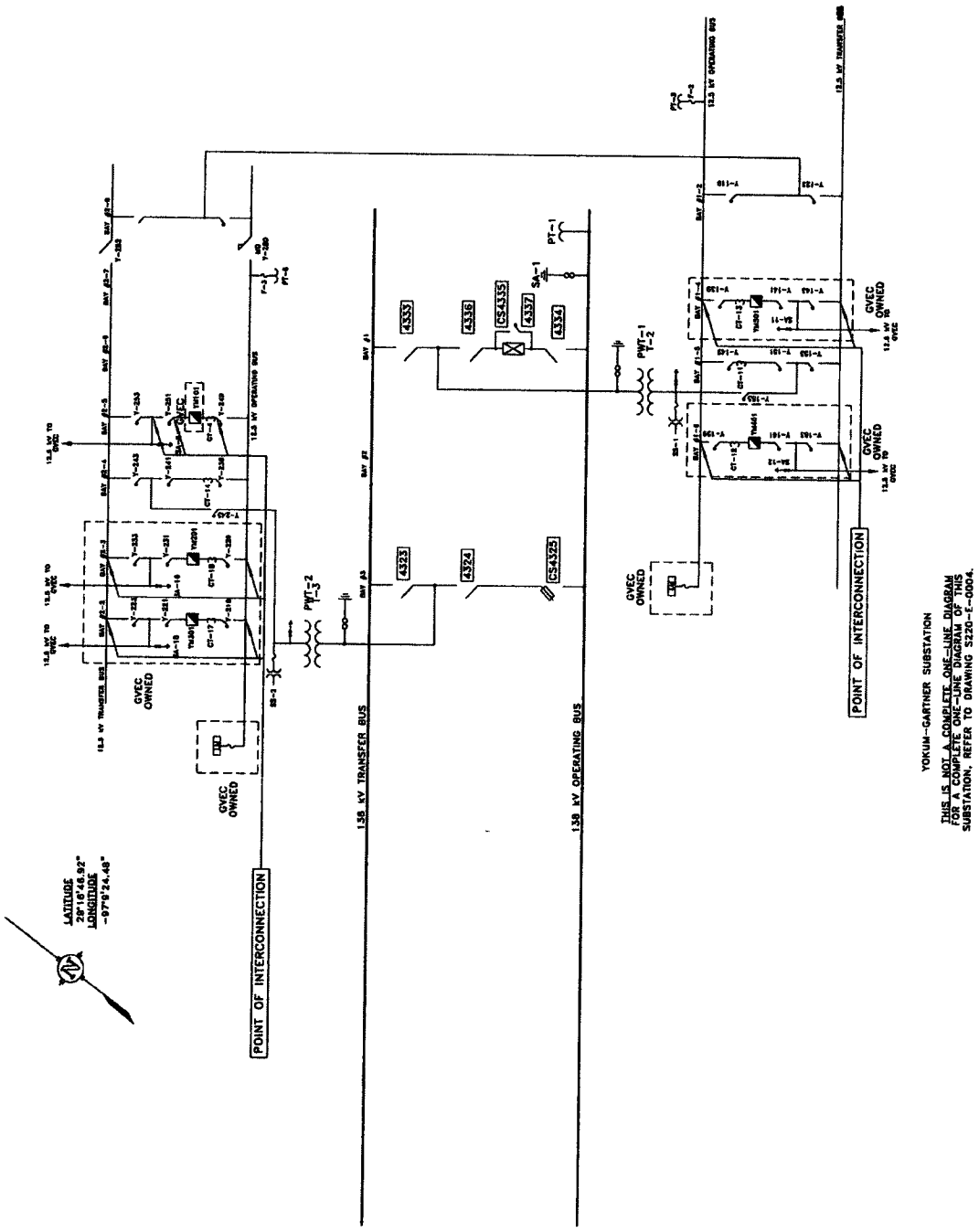
- 138 kV operating and transfer bus including structures, insulators, foundations and jumpers
- Five (5) 138 kV switches 4323, 4324 , 4333, 4334 and 4336
- One (1) 138 kV surge arrester SA-1
- One (1) 138 kV bus potential transformer PT-1
- Two (2) circuit switchers CS-4325 and CS-4335 with bypass switch 4337
- Two (2) power transformers PWT-1, T-2 and PWT-2, T-3 and associated surge arresters
- All distribution and total bays (except those listed as being owned by GVEC) including A-frames, trusses, insulators, disconnect switches, surge arresters, 12.5 kV operating and transfer bus, bus potential transformers, current metering transformers and associated cabling
- Two (2) Transformer bus T-1 and T-3 disconnect switches Y-155 and Y-245
- Control house and battery bank
- Two (2) station service SS-1 and SS-2
- Underfrequency relay panel

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.

11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the equipment it owns.

12. **Other Terms and Conditions:** GVEC and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

YOAKUM-GARTNER ROAD ONE-LINE DIAGRAM



FACILITY SCHEDULE NO. 17

1. **Name:** York Creek Substation

2. **Facility Location:** The York Creek Substation is at 12255 State Highway 123 North, Seguin, Guadalupe County, Texas 78155.

3. **Points of Interconnection:** There are is (1) Point of Interconnection in the York Creek Substation generally described as:

    - where the jumper from switch 21474 bolts to the four hole pad on the 138 kV operating bus.

4. **Transformation Services Provided by LCRA TSC:** No

5. **Metering Services Provided by LCRA TSC:** Yes

6. **Delivery Voltage:** 138 kV

7. **Metered Voltage and Location:** The metering voltage is 24.9 kV. The metering current transformer is located inside T-1. The bus potential transformer is located on the 24.9 kV operating bus.

8. **One Line Diagram Attached:** Yes

9. **Description of Facilities Owned by Each Party:**
GVEC owns:
    - One (1) circuit switcher CS-21475 with associated disconnect switch 21474 and bypass switch 21477
    - One (1) power transformer T-1 with associated surge arresters
    - One (1) 138 kV switch 21478 including foundation, stand and jumpers
    - One (1) 24.9 kV transformer bus disconnect switch GA-01
    - All distribution circuits including dead end insulators that attach to the dead end structure, conductors, and hardware
    - All distribution circuit breakers including jumpers, protective relay packages and foundations.
    - All distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters, 24.9 kV operating and transfer bus, and associated cabling
    - Station service, SS-1 and fuse F-1

LCRA TSC owns:

The York Creek Substation including, but not limited to, the following items:

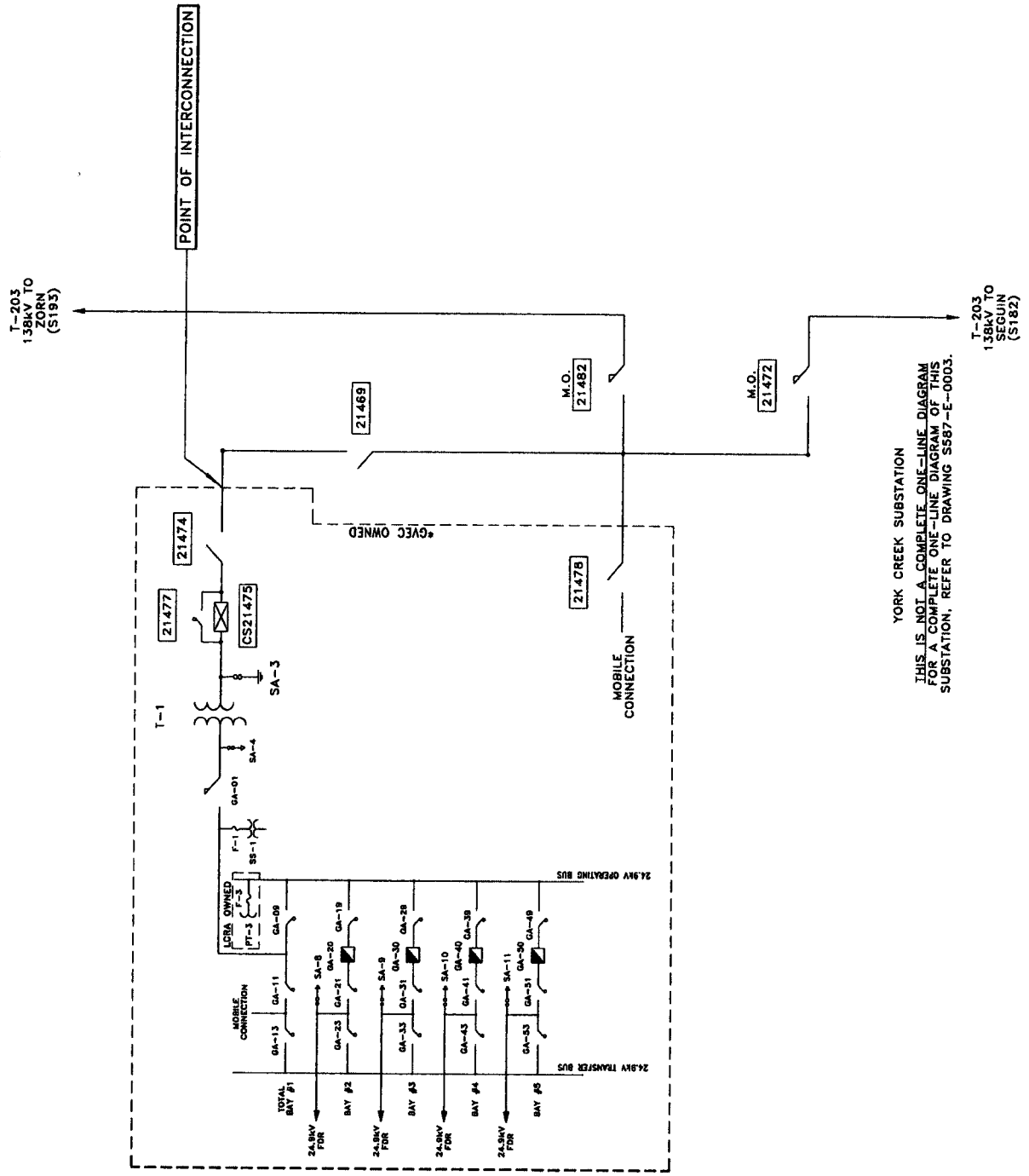
- Two (2) 138 kV dead-end structures, foundations, insulators and jumpers
- 138 kV bus including support structures, foundations and jumpers
- Two (2) 138 kV motor operated switches 21472 and 21482 including interrupters, foundation, stand and jumpers
- One (1) 138 kV switch 21469 including foundation, stand and jumpers
- One (1) bus potential transformer PT-3 with associated fuse
- Control house
- Batteries and battery charger

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.

11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the equipment it owns.

12. **Other Terms and Conditions:** GVEC and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

YORK CREEK ONE-LINE DIAGRAM



FACILITY SCHEDULE NO. 18

1. **Name:** Cheapside Substation

2. **Facility Location:** The Cheapside Substation is located at the intersection of County Road 294 and Farm to Marked Road 2067 in Gonzales County, Texas 78629.

3. **Points of Interconnection:** There are (2) Point of Interconnection in the Cheapside Substation generally described as:

   - where the 138 kV operating bus connector bolts to the four hole pad on switch 23369
   - where the 138 kV operating bus connector bolts to the four hole pad on switch 23389

4. **Transformation Services Provided by LCRA TSC:** No

5. **Metering Services Provided by LCRA TSC:** Yes

6. **Delivery Voltage:** 138 kV

7. **Metered Voltage and Location:** The metering voltage is 24.9 kV. The metering current transformers are located inside T-1 and T-4. The bus potential transformers are located on each of the 24.9 kV operating bus. (GVEC will own the internal metering class ct's and the 24.9 kV pt's.)

8. **One Line Diagram Attached:** Yes

9. **Description of Facilities Owned by Each Party:**
   GVEC owns:
   The Cheapside Substation including, but not limited to, the following items:
   - Two (2) circuit switchers CS-23365 and CS-23375 with associated disconnect switches 23364 and 23374
   - Three (3) 138 kV disconnect switches 23369, 23379 and 23389
   - 138 Kv buswork including support structures, foundations and jumpers after the switches at the Points of Interconnection
   - Two (2) power transformers T-1 and T-4 with associated surge arresters
     - Internal metering accuracy current transformers in both T-1 and T-4 for use in LCRA TSC metering.
     - Internal relaying, multi-ratio current transformers in both T-1 and T-4 for use in LCRA TSC's bus differential scheme.
   - Two (2) 24.9 kV transformer bus disconnect switches
   - All distribution circuits including dead end insulators that attach to the dead end structure, conductors, and hardware
   - All distribution circuit breakers including jumpers, protective relay packages and foundations.

- All distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters 24.9 kV operating and transfer bus, bus potential transformers (24.9 kV metering class) and associated cabling.
- One (1) MTU, MTU1 with associated fused disconnects
- Station service
- Control house
- Batteries and battery charger
- One (1) metering panel for T-1 and associated circuits
- One (1) metering panel for T-4 and associated circuits
- One (1) RTU with associated interface and communications equipment

LCRA TSC owns:

- Two (2) 138 kV dead-end structures, foundations, insulators and jumpers
- Two (2) CCVTs, CCVT-1 and CCVT-2
- Two 138 kV surge arresters SA-1 and SA-2
- 138 kV bus including support structures, foundations and jumpers
- 138 kV A-taps and bus extensions from the 138 kV Operating Bus #1 to the Points of Interconnection
- Two (2) 138 kV circuit breakers 23360 and 23400 including foundations, jumpers and line relaying
- Bus differential, breaker failure relaying, and associated panels
- Six (6) 138 kV disconnect switches 23359, 23361, 23411, 23399, 23401 and 23451
- One (1) metering panel for T-1 and T-4 load metering
- One (1) RTU with associated interface and communications equipment

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.

11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the equipment it owns.

12. **Other Terms and Conditions:**

a. GVEC and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

b. GVEC will provide LCRA TSC with 120/240 VAC, 125 Vdc and panel space in the GVEC control house for LCRA TSC equipment as necessary

c. **Cost Responsibility:** GVEC shall provide written notification to LCRA TSC when GVEC begins serving distribution load from this substation. In the event that GVEC does not provide written notification to LCRA TSC that it is serving distribution load from this substation by July 31, 2011, then LCRA TSC shall notify GVEC that it intends to remove its transmission facilities unless GVEC provides written notification by October 31, 2011 stating that i) GVEC is actually serving distribution load from this substation; or ii) GVEC intends to serve distribution load by June 30, 2012 through installed transformer(s) at this substation. LCRA TSC has the right to remove its

facilities if it does not receive written notification as stated above or if GVEC does not actually serve load from this substation by June 30, 2012 and if LCRA TSC does remove its facilities for these reasons then GVEC shall reimburse LCRA TSC for the costs in installing and removing the LCRA TSC portion of this substation.

Otherwise, if GVEC is serving distribution load from this substation and has notified LCRA TSC accordingly, then each Party will be fully responsible for the liabilities related to the facilities it owns and GVEC and LCRA TSC will each be individually responsible for all costs it incurs in connection with the establishment of this Point of Interconnection in accordance with this Facility Schedule. The provisions of this Section shall survive termination of the Agreement and/or this Facility Schedule.

CHEAPSIDE ONE-LINE DIAGRAM