

IN WITNESS WHEREOF, Guarantor and the Beneficiary have caused this Guaranty to be duly executed and delivered by their respective officers thereunto duly authorized as of the date first above written.

EDF Energies Nouvelles S.A.

By: \_\_\_\_\_  
Name:  
Title:

Accepted and agreed to  
as of the date first  
above written:

Sharyland Utilities, L.P.

By: \_\_\_\_\_  
Name: Mark E. Caskey, P.E.  
Title: President