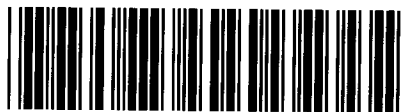




Control Number: 35077



Item Number: 511

Addendum StartPage: 0

WIND ENERGY TRANSMISSION TEXAS, LLC

WETT

2014 DEC 10 AM 10:58
PUBLIC UTILITY COMMISSION OF TEXAS

December 10, 2014

Filing Clerk
Public Utility Commission of Texas
1701 Congress Avenue
P.O. Box 13326
Austin, TX 78711-3326

Re: Project No./Docket No. 35077—Wind Energy Transmission Texas, LLC's Generation Interconnection Agreement Filing Pursuant to PUCT Substantive Rule 25.195(e)

Attached, please find the Assignment and Assumption Agreement between Rattlesnake Wind I LLC ("Rattlesnake I") and Rattlesnake Wind II LLC ("Rattlesnake II") (the "Assignment"), as well as an explanatory letter from Rattlesnake II regarding the Assignment, for filing at the Public Utility Commission of Texas ("PUCT") pursuant to Substantive Rule 25.195(e). This Assignment pertains to that certain Generation Interconnection Agreement relating to Rattlesnake I's Phase 2 Plant, dated as of June 28, 2013 and filed with the PUCT on July 9, 2013, as amended by that certain First Amendment to Generation Interconnection Agreement dated as of August 18, 2014 and filed with the PUCT on September 16, 2014 (the "Interconnection Agreement"). This Assignment is permitted under Section 10.17 of the Interconnection Agreement.

The Assignment does not create any deviations from the Standard Generation Interconnection Agreement. However, certain details included in an exhibit to the Interconnection Agreement have been amended in connection with the Assignment, specifically Exhibit "D" Notice Information, as reflected in the replacement Exhibit "D" enclosed.

Sincerely,



Patrick Burnett - Contracts Manager
Wind Energy Transmission Texas, LLC

511

Rattlesnake Wind II LLC

VIA OVERNIGHT DELIVERY

November 19, 2014

Wind Energy Transmission Texas, LLC
Attn: Patrick Burnett
210 Barton Springs Road, Suite 400
Austin, Texas 78704

RE: Assignment and Assumption Agreement ("Agreement"), dated October 16, 2014 between Rattlesnake Wind I LLC f/k/a CPV Rattlesnake Den Renewable Energy Company, LLC ("Rattlesnake I") and Rattlesnake Wind II LLC ("Rattlesnake II").

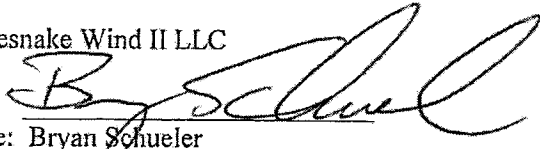
Dear Mr. Burnett:

As we previously notified you by letter dated October 16, 2014, and as reflected in the fully-executed copy of the Agreement (attached hereto as Exhibit A), Rattlesnake I assigned to Rattlesnake II and Rattlesnake II assumed all of the rights and obligations related to that certain Phase 2 interconnection queue position number 13INR0020b, arising under that certain Generation Interconnection Agreement ("GIA"), dated June 28, 2013, by and between Rattlesnake I and WETT.

Further, Rattlesnake II hereby provides a revised form of Exhibit D to the GIA, setting forth updated contact information for Rattlesnake II under the GIA (attached hereto as Exhibit B).

Rattlesnake Wind II LLC

By:

Name:  Bryan Schueler

Title: VP, Development

Exhibit A
Assignment and Assumption Agreement

ASSIGNMENT AND ASSUMPTION AGREEMENT

This ASSIGNMENT AND ASSUMPTION AGREEMENT (this "Agreement") is made effective as of October 16, 2014, by and between Rattlesnake Wind I LLC f/k/a CPV Rattlesnake Den Renewable Energy Company, LLC, a Delaware limited liability company (the "Assignor"), and Rattlesnake Wind II LLC, a Delaware limited liability company (the "Assignee").

WHEREAS, Assignor and Wind Energy Transmission Texas, LLC, ("WETT") are parties to that certain Generation Interconnection Agreement, dated June 28, 2013 (the "Interconnection Agreement"), pursuant to which WETT will interconnect Assignor's generation facility to WETT's transmission system; and

WHEREAS, Assignor and Assignee now desire that Assignor assign its rights and obligations under the Interconnection Agreement to Assignee in accordance with the terms hereof.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and intended to be legally bound, Assignor and Assignee hereto agree as follows:

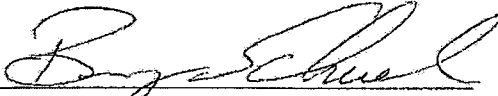
1. Conveyance and Assignment. Effective as of the date hereof, Assignor hereby assigns and conveys to Assignee, all right, title and interest of Assignor in and to the Interconnection Agreement.
2. Acceptance and Assumption. Assignee hereby accepts the aforesaid assignment and conveyance of Assignor's right, title and interest in and to the Interconnection Agreement set forth in Section 1 above, and Assignee covenants and agrees that, effective as of the date hereof, it shall at all times, be bound by, observe and perform all of the duties and the obligations to be observed and performed by the Assignor under the Interconnection Agreement, to the same extent as if the Assignee had been a party thereto in place and stead of the Assignor.

[Signature page follows.]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption Agreement to be duly executed on their behalf, as of the date first written above.

ASSIGNOR:

Rattlesnake Wind I LLC

By: 

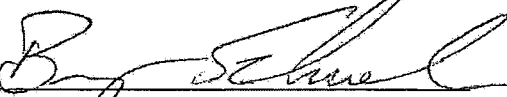
Name: Bryan Schueler

Title: Vice President



ASSIGNEE:

Rattlesnake Wind II LLC

By: 

Name: Bryan Schueler

Title: Vice President

Exhibit B

Notice Information - Exhibit D to the GIA

Exhibit "D"**Notice and EFT Information of the Generation Interconnection Agreement**

(a) All notices of an operational nature shall be in writing and/or may be sent between the Parties via electronic means including facsimile as follows:	
If to TSP: Wind Energy Transmission Texas, LLC Attn: Planning Manager 210 Barton Springs Road, Suite 400 Austin, Texas, 78704 24 Hour Telephone (512) 436-9404 Operational/Confirmation Fax (512) 279-7398 E-mail julius.horvath@windenergyoftexas.com	If to Generator: Rattlesnake Wind II LLC Attn: David Azari One South Wacker Dr., Suite 1900 Chicago, Illinois 60606 Phone: (312)224-1533 Fax: (312)224-1444 E-mail dazari@invenergyllc.com
(b) Notices of an administrative nature:	
If to TSP: Wind Energy Transmission Texas, LLC Attn: Contract Manager 210 Barton Springs Road, Suite 400 Austin, Texas, 78704 Phone: (512) 279-7389 Fax: (512) 279-7398 E-mail: pat.burnett@windenergyoftexas.com	If to Generator: Rattlesnake Wind II LLC Attn: General Counsel One South Wacker Dr., Suite 1900 Chicago, Illinois 60606 Phone: (312)224-1400 Fax: (312)224-1444 E-mail:jcondo@invenergyllc.com
(c) Notice for statement and billing purposes:	
If to TSP: Wind Energy Transmission Texas, LLC Attn: Controller 210 Barton Springs Road, Suite 400 Austin, Texas, 78704 Phone: (512) 279-7379 E-mail: accounting@windenergyoftexas.com	If to Generator: Rattlesnake Wind II LLC Attn: David Azari One South Wacker Dr., Suite 1900 Chicago, Illinois 60606 Phone: (312)224-1533 Fax: (312)224-1444 E-mail: dazari@invenergyllc.com
(d) Information concerning electronic funds transfers:	
If to TSP: Wind Energy Transmission Texas, LLC Attn: Controller 210 Barton Springs Road, Suite 400 Austin, Texas, 78704 Phone: (512) 279-7379 E-mail: accounting@windenergyoftexas.com	If to Generator: Bank Name: JPMorgan Chase Bank, N.A. Bank Address: New York, New York Routing Number: 021000021 Account Name: Invenergy Wind Development North America LLC Account Number: 427853267