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Project No. 35077

First Amendment to the

GENERATION INTERCONNECTION AGREEMENT

Between

FPL Energy Upton Wind I, L.P.

and

LCRA Transmission Services Corporation

April 20, 2009

2009 APR 20 PM 2:50
FILING CLERK

**AMENDMENT NO. 1
TO GENERATION INTERCONNECTION AGREEMENT**

THIS AMENDMENT NO. 1 ("Amendment") is made and entered into the 28th day of November, 2007, by and among the LCRA Transmission Services Corporation ("Transmission Service Provider" or "TSP") and FPL Energy Upton Wind I, L.P. ("Generator").

WHEREAS, LCRA Transmission Services Corporation and FPL Energy Upton Wind II, L.P. entered into that certain Generation Interconnection Agreement with an effective date of October 26, 2004, ("Agreement") to provide interconnection for the King Mountain Southwest (SW) wind project; and

WHEREAS, Generator notified Transmission Service Provider of the assignment of the Agreement by FPL Energy Upton Wind II, L.P. to Generator; and

WHEREAS, Generator notified Transmission Service Provider of a mistake in the reported size of the Generating Unit; and

NOW THEREFORE, in consideration of the mutual covenants and agreement herein contained, Generator and the Transmission Service Provider agree to amend the Agreement as follows:

1. The company name on the cover page is changed from FPL Energy Upton Wind II, L.P. to FPL Energy Upton Wind I, L.P.

2. On Page 2, Paragraph 1, FPL Energy Upton Wind II, L.P., is deleted and replaced with FPL Energy Upton Wind I, L.P.

3. In the Signature Block on Page 4, the following is deleted:

FPL Energy Upton Wind II, L.P.
By: FPL Energy Upton Wind II, GP, Inc.,
its General Partner

And replaced with;

FPL Energy Upton Wind I, L.P.
By: FPL Energy Upton Wind I, GP, LLC,
its General Partner

4. Paragraph 4, Exhibit "C" Interconnection Details to the Agreement, is hereby deleted in its entirety and replaced with the following:

"Number and size of Generating Units: Nominal 79.3 MW total plant; 61 turbines; 1.3 MW each"

5. Exhibit "D" Notice and EFT Information of the ERCOT Standard Generation Interconnection Agreement is hereby deleted in its entirety and Exhibit "D" Notice and EFT Information of the ERCOT Standard Generation Interconnection Agreement, attached to this Amendment, is hereby added to the Agreement in lieu thereof.

6. Except as otherwise expressly provided for herein, the Agreement will remain in accordance with its terms.

IN WITNESS WHEREOF, the parties have caused this Amendment to be signed by their respective duly authorized representatives in two counterparts, each of which shall be deemed an original but all shall constitute one and the same document.

FPL Energy Upton Wind I, L.P.
By: FPL Energy Upton Wind I, GP, LLC,
its General Partner

By: Charles S. Schultz
Charles S. Schultz
Secretary

LCRA Transmission Services Corporation

By: Stuart Nelson for Stuart Nelson
Stuart Nelson
Acting Chief Operating Officer and Vice
President

Date: 11/28/07

Date: 12/19/07

DATE: _____

Exhibit "D"
**Notice and EFT Information of the ERCOT Standard 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:

To: FPL Energy Upton Wind I, L.P.
Company Name: FPLE Operating Services, Inc
Attn: Neil James
P.O. Box 547
McCamey, TX 79752
Operational/Confirmation Fax: (432) 652-8871
24 Hour Telephone: (432) 652-8863
E-mail: Neil_James@fpl.com

To: LCRA Transmission Services Corporation
Company Name: LCRA
Attn: System Operations Manager
P.O. Box 220
Austin, TX 78767
Operational/Confirmation Fax: (512) 385-2146
24 Hour Telephone: 1 (800) 223-7622
E-mail: Bill.Hatfield@lcra.org

(b) Notices of an administrative nature:

To: FPL Energy Upton Wind I, L.P.
Company Name: FPL Energy, LLC
Attn: Brian Tobin, Director Texas Wind
700 Universe Boulevard
Juno Beach, FL 33408
Fax: (561) 304-5161
Phone: (561) 304-5104
E-mail: Brian_Tobin@fpl.com

To: LCRA Transmission Services Corporation
Company Name: LCRA
Attn: Transmission Engineering Manager
P.O. Box 220
Austin, TX 78767
Fax: (512) 369-4413
Phone: (512) 369-4534
E-mail: Ray.Pfefferkorn@lcra.org

(c) Notice for statement and billing purposes:

To: FPL Energy Upton Wind I, L.P.
Company Name (Same as (b) above)
Attn:
Address
City, State, Zip
Phone:
E-mail

To: LCRA Transmission Services Corporation
Company Name: (Same as (b) above)
Attn:
Address
City, State, Zip
Phone:
E-mail

(d) Information concerning Electronic Funds Transfers:

To: FPL Energy Upton Wind I, L.P.
Bank Name: ---Later---
City, State
ABA No. _____
for credit to _____
Account No. _____

To: LCRA Transmission Services Corporation
Bank Name: ---Later---
ABA No. _____
for credit to _____
Account No. _____