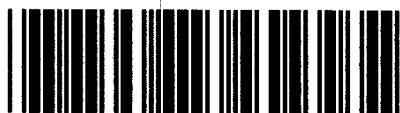




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Docket No. 35077

**Amendment No. 1 to the
FPL Energy Upton Wind II, L.P.
INTERCONNECTION AGREEMENT**

**With
LCRA Transmission Services Corporation**

October 29, 2007

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

THIS AMENDMENT NO. 1 ("Amendment") is made and entered into this 29 day of October, 2007, by and among the LCRA Transmission Services Corporation ("Transmission Service Provider" or "TSP") and FPL Energy Upton Wind II, 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 Northwest (NW) wind project; 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. 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 II, L.P.
By: FPL Energy Upton Wind II, GP, LLC,
its General Partner

2. 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"

3. 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 Amendment, is hereby added to the Agreement in lieu thereof.

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