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**POWER PURCHASE AGREEMENT**

**by and between**

**VIRGIN ISLANDS WATER AND POWER AUTHORITY**

**and**

**AEG ANGUILLA POWER, LLC**

**CLOSING: August 10, 2009**

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1. **Power Purchase Agreement** dated August 10, 2009 by and between Virgin Islands Water and Power Authority and AEG Anguilla Power, LLC.

A. **Exhibits**

- Exhibit A – Description of the Facility, the Site, and the Dock Facilities
- Exhibit A-1 – Facility Drawings and Site Map
- Exhibit B – Permits and Approvals
- Exhibit C – Maximum Heat Rate Curves
- Exhibit D – Fuel Management Services
- Exhibit E – Form of Subordinated Mortgage

B. **Schedules**

- Schedule 1 – Facility Specifications
- Schedule 2 – Energy Charges
- Schedule 3 – Requirements for Commercial Operation Date
- Schedule 4 – Construction Milestones
- Schedule 5 – Guaranteed Semi-Annual Output and Minimum Semi-Annual Dispatch
- Schedule 6 – Metering
- Schedule 7 – Specifications
- Schedule 8 – Form of Letter of Credit
- Schedule 9 – Heat Rate
- Schedule 10 – RDF Processing Credit
- Schedule 11 – Insurance Requirements for the Facility
- Schedule 12 – Scheduling and Dispatch
- Schedule 13 – Reference Conditions
- Schedule 14 – Termination Amount
- Schedule 15 – Fuel Sampling and Testing Procedures
- Schedule 16 – Buyout Methodology
- Schedule 17 – Form of Invoice
- Schedule 18 – Consulting Engineer
- Schedule 19 – Performance Testing Requirements
- Schedule 20 – Governmental Incentives

2. **Interconnection Agreement** dated August 10, 2009 by and between Virgin Islands Water and Power Authority and AEG Anguilla Power, LLC.

A. **Exhibits**

- Exhibit A – Description of the Facility, the Site and the Dock Facilities
- Exhibit B – Preliminary Description and Cost Estimate for Interconnection Facilities and System Upgrade Facilities
- Exhibit C – Permits and Approvals

B. **Schedules**

- Schedule 1 – Specifications for Seller’s Interconnection Facilities
- Schedule 2 – Electric Energy Specifications

Schedule 3 – Final Interconnection Study Requirements  
Schedule 4 – Interconnection Technical Requirements  
Schedule 5 – Facilities Payment Calculation

3. **Site Lease Option Agreement** dated August 10, 2009 between Virgin Islands Water and Power Authority and AEG Anguilla Power, LLC.

A. **Exhibits**

Exhibit A – Legal Description of the Property  
Exhibit B – Form of Lease  
Exhibit C – Form of Memorandum of Option  
Exhibit D – Form of Termination of Memorandum of Option  
Exhibit E – Form of First Extension of Memorandum of Option  
Exhibit F – Form of Second Extension of Memorandum of Option  
Exhibit G – Form of Option Notice  
Exhibit H – Grantor’s Closing Certificate  
Exhibit I – Grantee’s Closing Certificate  
Exhibit J – Form of Memorandum of Lease

4. **Equity Structuring Agreement** dated August 10, 2009 by and between EIF Alpine, LLC, Virgin Islands Water and Power Authority and Alpine Energy Group, LLC.