

---

**From:** Coles, Todd R.  
**To:** dthompson@inverenergyll.com; lgoodwin@nixonpeabody.com  
**CC:** Schetzel, Doug; Freibert, Charlie; Depaul, Tom; Sieg, Lisa; Early, John; Cocanougher, Beth  
**Sent:** 3/23/2009 10:54:37 AM  
**Subject:** RE: Revised Draft of Power Purchase Agreement

Sorry, but forgot to finish my thought at the end of the first paragraph. Please circulate internally to anyone else who should receive a copy of the attached.

Todd

TROUTMAN SANDERS E-MAIL CONFIDENTIALITY NOTICE - This transmission may be: (1) subject to the Attorney-Client Privilege, (2) an attorney work product, or (3) strictly confidential. If you are not the intended recipient of this message, you may not disclose, print, copy or disseminate this information. If you have received this in error, please reply and notify the sender (only) and delete the message. Unauthorized interception of this e-mail is a violation of federal criminal law.

Todd R. Coles  
Troutman Sanders LLP  
401 9th Street, N.W.  
Washington, D.C. 20004-2134  
Direct Dial: (202) 274-2810  
Direct Facsimile: (202) 654-5649

---

**From:** Coles, Todd R.  
**Sent:** Monday, March 23, 2009 10:53 AM  
**To:** 'dthompson@inverenergyll.com'; 'lgoodwin@nixonpeabody.com'  
**Cc:** 'Schetzel, Doug'; 'Freibert, Charlie'; 'Depaul, Tom'; 'Sieg, Lisa'; 'Early, John'; 'Cocanougher, Beth'  
**Subject:** Revised Draft of Power Purchase Agreement

<< File: 1104293\_9.DOC >>

<< File: Comparison of Inverenergy PPA (Version 7) with Inverenergy PPA (Version 9).doc >>

Attached are clean and revised drafts of the Power Purchase Agreement marked to show changes to the drafts previously circulated. Please circulate this to

In the interest of time, I am distributing the attached drafts simultaneously to all parties. Consequently, they remain subject to the review and comment of my client.

We look forward to discussing the attached drafts with you on the call at 3:00 pm later today.

Best regards,

Todd

TROUTMAN SANDERS E-MAIL CONFIDENTIALITY NOTICE - This transmission may be: (1) subject to the Attorney-Client Privilege, (2) an attorney work product, or (3) strictly confidential. If you are not the intended recipient of this message, you may not disclose, print, copy or disseminate this information. If you have received this in error, please reply and notify the sender (only) and delete the message. Unauthorized interception of this e-mail is a violation of federal criminal law.

Todd R. Coles  
Troutman Sanders LLP  
401 9th Street, N.W.  
Washington, D.C. 20004-2134  
Direct Dial: (202) 274-2810  
Direct Facsimile: (202) 654-5649

---

IRS Circular 230 disclosure: To ensure compliance with requirements imposed by the IRS, we inform you that any tax advice that may be

LGE-KU-1007063

contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding any penalties under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction(s) or tax-related matter(s) that may be addressed herein.

This e-mail communication (including any attachments) may contain legally privileged and confidential information intended solely for the use of the intended recipient. If you are not the intended recipient, you should immediately stop reading this message and delete it from your system. Any unauthorized reading, distribution, copying or other use of this communication (or its attachments) is strictly prohibited.