



United States Department of the Interior

BUREAU OF OCEAN ENERGY MANAGEMENT
WASHINGTON, DC 20240-0001

JUN 12 2015

NOTICE

Assignor:
RES America Developments Inc.
11101 W. 120th Avenue, Suite 400
Broomfield, Colorado 80021

Assignee:
DONG Energy Massachusetts (U.S.) LLC
c/o Sidley Austin LLP
Attention: Ben Schwartz
60 State Street, 34th Street
Boston, Massachusetts 02109

: Lease Number: OCS-A 0500
: Assignment Filed: May 27, 2015
: Assignment Effective Date: June 12, 2015
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Assignment of Lease Approved

Please find enclosed a copy of the above-referenced Outer Continental Shelf (OCS) Renewable Energy Assignment of Interest in Lease affecting lease OCS-A 0500. The Assignee must comply with all terms and conditions of the lease and the regulations in 30 C.F.R. Part 585.

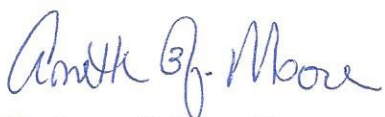
Bureau of Ocean Energy Management (BOEM) records reflect the following ownership, including all right, title and interest, of the subject lease:

DONG Energy Massachusetts (U.S.) LLC – 100%

DONG Energy Massachusetts (U.S.) LLC has designated the representatives identified below to update the Lessee Contact Information included in Addendum "A" of lease OCS-A 0500.

	Lease Representative	Operations Representative
Name	Thomas Brostrøm	Same as Lease Representative
Title	Director	
Address	33 Grosvenor Place, SW1X7HY, London, United Kingdom	
Phone	+44 (0) 777 617 0507	
Fax	0044 207 811 5298	
Email	THBRO@dongenergy.co.uk	

For further information regarding this notice, please contact the Adjudication and Records Unit at (703) 787-1300 or renewableenergy@boem.gov.


for James F. Bennett
Program Manager
Office of Renewable Energy Programs

Enclosure

OUTER CONTINENTAL SHELF (OCS) RENEWABLE ENERGY
ASSIGNMENT OF INTEREST IN LEASE

RECEIVED

MAY 27 2015

Office of Renewable
Energy Programs

OCS-A 0500

Lease No.

April 1, 2015

Lease Effective Date

New Lease No. (BOEM Use Only)

Sterling, Virginia

BOEM Regional Office

Part A: Assignment

This assignment is made with respect to the block(s) and/or allquot part(s) described in Exhibit "A" attached hereto and made a part hereof.

Assignor(s) does hereby sell, assign, transfer and convey unto Assignee(s) the following undivided right, title and interest: Lease No OCS-A 0500

Insert name and Company number of each Assignor and Assignee.

Assignor(s):

Percentage Interest Conveyed

100%

Company Number: 15021

Company Name: RES America Developments Inc.

Assignee(s):

Percentage Interest Received

100%

Company Number: 15053

Company Name: DONG Energy Massachusetts (U.S.) LLC

Exhibit "B," which sets forth other provisions between Assignor(s) and Assignee(s), is attached to and made a part of this assignment.

For BOEM Use only – Do Not Type Below This Line

This Assignment of Record Title Interest has been filed as of the date stamped on this document and hereby approved by the Bureau of Ocean Energy Management on the date below.

By Annelle G. Moore
Authorized Official for BOEM
Date

Acting Program Manager JUN 12 2015
Title Approval

Paperwork Reduction Act of 1995 (PRA) Statement: The PRA (44 U.S.C. 3501 et seq.) requires us to inform you that we collect this information to use in the adjudication process involved in leasing and lease operations. The BOEM uses the information to track ownership of leases in the OCS. Responses are required to obtain or retain a benefit. Release of such data and information is covered under 30 CFR 585.113. An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB Control Number. Public reporting burden of this form is estimated to average 30 minutes per response, including the time for reviewing instructions, gathering and maintaining data, and completing and reviewing the form. Direct comments regarding the burden estimate or any other aspect of this form to the Information Collection Clearance Officer, Mail Stop HM-3127, Bureau of Ocean Energy Management, 381 Eiden Street, Herndon, VA 20170.

Part B – Certification and Acceptance

1. Assignor(s) certifies it is the owner of the interest in the above-described lease that is hereby assigned to the Assignee(s) specified above.
2. **DEBARMENT COMPLIANCE:** Assignee shall comply with the Department of the Interior's nonprocurement debarment and suspension regulations as required by Subpart B of 2 CFR Part 1400 and shall communicate the requirement to comply with these regulations to persons with whom it does business related to this interest assignment by including this term in its contracts and transactions.
3. **EQUAL OPPORTUNITY AND AFFIRMATIVE ACTION COMPLIANCE CERTIFICATION:** Assignor(s) and Assignee(s) certify that they are in full compliance with Equal Opportunity Executive Order 11246, as amended, and the implementing regulations at 41 CFR 60-01 – Obligations of Contractors and Subcontractors; and 41 CFR 60-2 – Affirmative Action Programs. These requirements are for the purpose of preventing discrimination against persons on the basis of race, color, religion, sex, or national origin. These regulations have specific performance requirements.
4. Assignee's execution of this assignment constitutes acceptance of all applicable terms, conditions, stipulations and restrictions pertaining to the lease described herein. Applicable terms and conditions include, but are not limited to, an obligation to conduct all operations on the leasehold in accordance with the terms and conditions of the lease, to restore the leased lands upon completion of any operations as described in the lease, and to furnish and maintain bond(s) pursuant to regulations at 30 CFR Part 585. This assignment is subject to the Outer Continental Shelf Lands Act of August 7, 1953, 43 U.S.C. 1331 et seq., as amended (the "Act"), and Assignee(s) is subject to, and shall fully comply with, all applicable regulations now or to be issued under the Act. Notwithstanding any agreement between the Assignor(s) and Assignee(s), the parties' liability to the Bureau of Ocean Energy Management is governed by 30 CFR Part 585.

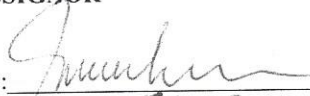
This Assignment of Interest will be made effective between the parties hereto as of _____, upon approval by the Bureau of Ocean Energy Management, United States Department of the Interior.

This instrument may be executed in any number of counterparts, each of which will be deemed an original instrument, but all of which together shall constitute but one and the same instrument provided, however, this instrument and any other counterpart hereof, will not be binding unless and until executed by all of the parties, and will not be accepted by the Bureau of Ocean Energy Management unless all counterparts are filed simultaneously.

I certify that the statements made herein by the undersigned are true, complete and correct to the best of my knowledge and belief and are made in good faith.

Title 18 U.S.C. 1001 makes it a crime for any person knowingly and willfully to make to any Department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

ASSIGNOR

By: 
Name: Brian Evans
Title: President
Company Name: RES America Developments Inc.


MAY 22, 2015
Execution Date

ASSIGNOR

By: _____
Name: _____
Title: _____
Company Name: _____


Execution Date

ASSIGNEE

By: 
Name: Nathan Neugeb
Title: Director
Company Name: DONG Energy Massachusetts (U.S.) LLC
(by its sole member, DONG Energy Wind Power (U.S.) Inc)

MAY 22, 2015
Execution Date

ASSIGNEE

By: 
Name: PER H. PEDERSEN
Title: Director
Company Name: DONG Energy Massachusetts (U.S.) LLC (by its sole member,
DONG Energy Wind Power (U.S.) Inc)

MAY 22, 2015
Execution Date

Attach Notary Acknowledgement (not mandatory)

EXHIBIT "A"

**OUTER CONTINENTAL SHELF (OCS)
RENEWABLE ENERGY LEASE
ASSIGNMENT OF INTEREST**

The Assignment is made with respect to the following described block(s) and/or aliquot part(s) of the lease:

Area Name or Protraction Diagram	Block	Subdivision or Aliquot Part (If entire block, enter "All")
Providence NK19-07	6972	SE1/4 of SW1/4, SW1/4 of SE1/4
Providence NK19-07	6973	S1/2 of S1/2
Providence NK19-07	6974	S1/2 of S1/2, NE1/4 of SE1/4
Providence NK19-07	6975	NE1/4 of NE1/4, S1/2 of NE1/4, SE1/4 of NW1/4, S1/2
Providence NK19-07	6976	All
Providence NK19-07	6977	NE1/4 of NE1/4, W1/2 of NE1/4, NW1/4, N1/2 of SW1/4, SW1/4 of SW1/4
Providence NK19-07	7022	N1/2 of NW1/4, SW1/4 of NW1/4, SE1/4 of SW1/4, SE1/4
Providence NK19-07	7023	All
Providence NK19-07	7024	All
Providence NK19-07	7025	All
Providence NK19-07	7026	NE1/4 of NE1/4, W1/2 of NE1/4, NW1/4, N1/2 of SW1/4, SW1/4 of SW1/4
Providence NK19-07	7072	All
Providence NK19-07	7073	All
Providence NK19-07	7074	All
Providence NK19-07	7075	NE1/4 of NE1/4, W1/2 of NE1/4, NW1/4, N1/2 of SW1/4, SW1/4 of SW1/4
Providence NK19-07	7118	All
Providence NK19-07	7119	All
Providence NK19-07	7120	All
Providence NK19-07	7121	All
Providence NK19-07	7122	All

Area Name or Protraction Diagram	Block	Subdivision or Aliquot Part (If entire block, enter "All")
Providence NK19-07	7123	All
Providence NK19-07	7124	NE1/4 of NE1/4, W1/2 of NE1/4, NW1/4, N1/2 of SW1/4, SW1/4 of SW1/4
Block Island Shelf NK 19-10	6019	All
Block Island Shelf NK19-10	6020	All
Block Island Shelf NK19-10	6021	All
Block Island Shelf NK19-10	6022	All
Block Island Shelf NK19-10	6023	All
Block Island Shelf NK19-10	6024	NE1/4 of NE1/4, W1/2 of NE1/4, NW1/4, N1/2 of SW1/4, SW1/4 of SW1/4
Block Island Shelf NK19-10	6069	All
Block Island Shelf NK19-10	6070	All
Block Island Shelf NK19-10	6071	All
Block Island Shelf NK19-10	6072	All
Block Island Shelf NK19-10	6073	NE1/4 of NE1/4, W1/2 of NE1/4, NW1/4, N1/2 of SW1/4, SW1/4 of SW1/4
Block Island Shelf NK19-10	6119	N1/2, N1/2 of S1/2, S1/2 of SW1/4, SW1/4 of SE1/4
Block Island Shelf NK19-10	6120	N1/2, N1/2 of S1/2
Block Island Shelf NK19-10	6121	N1/2, N1/2 of S1/2
Block Island Shelf NK19-10	6122	NE1/4 of NE1/4, W1/2 of NE1/4, NW1/4, N1/2 of SW1/4
Block Island Shelf NK19-10	6169	W1/2 of E1/2, W1/2
Block Island Shelf NK19-10	6219	W1/2 of E1/2, W1/2
Block Island Shelf NK19-10	6269	W1/2 of E1/2, W1/2