

Prepared by and return to:
CEP Solar, LLC
Attn: Richard H. Wright
2201 W. Broad Street, Suite 200
Richmond, VA 23220

MEMORANDUM OF OPTION TO LEASE

This **MEMORANDUM OF OPTION TO LEASE** (this “**Memorandum**”), is made this 13th day of December 2024 by Cabin Ventures LLC (the “**Landlord**”) and CEP Solar Holdings II, LLC a Delaware limited liability company (the “**Tenant**”).

Landlord and Tenant have entered into that certain Option to Lease Agreement dated October 11, 2024 (the “**Option Agreement**”) affecting the property described below. In connection with Option Agreement, Landlord and Tenant wish to set forth and acknowledge the following information:

1. Name and Address of Landlord: Cabin Ventures LLC, 12240 Hunting Horn Lane, Rockville, VA 23146
2. Name and Address of Tenant: CEP Solar Holdings II, LLC, 2201 W. Broad Street, Suite 200, Richmond, VA 23220
3. Property: That certain real property located on Holly Lane and identified as parcels 115-6-4 and 115-A-55, as further described in Attachment 1 hereto.
4. Option: Pursuant to the Option Agreement, Landlord has granted to Tenant the exclusive option to lease all or a portion of the Property (the “**Option**”).
5. Term of Option: Five (5) years.
6. Extensions of Option: Tenant has the right to extend the option by one (1) period of one (1) year each.
7. Amendment: The Option Agreement may be amended in writing by the Landlord and the Tenant from time to time during the term of the Option Agreement and thereafter, and such amendment shall be deemed part of the original Option Agreement.
8. This Memorandum is executed and recorded for the purpose of providing record notice of the existence of the Option Agreement and the Option.

This Memorandum shall not supersede or in any way modify the terms or conditions of the Option Agreement. In the event of any conflict between any term or provision of the Option Agreement and this Memorandum, the applicable term or provision of the Option Agreement shall control. All capitalized terms used herein and not otherwise defined shall have the meaning ascribed to such term in the Option

Agreement. This Memorandum may be executed in counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties have executed this Memorandum of Option to Lease under seal as of the date set forth above.

LANDLORD:

CABIN VENTURES LLC

By: 

Name:

DARREN L. REEVES

Title:

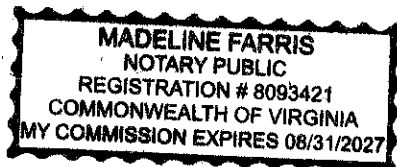
PRESIDENT

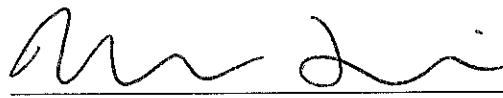
STATE OF Virginia

COUNTY OF City of Richmond

This instrument was acknowledged before me this 11 day of October, 2024
by Darren L. Reeves as President of Cabin Ventures
LLC on behalf of the company.

(SEAL)

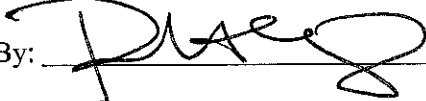



Notary Public

My commission expires: 8/31/2027

TENANT:

CEP SOLAR HOLDINGS II, LLC,
a Delaware limited liability company

By: 

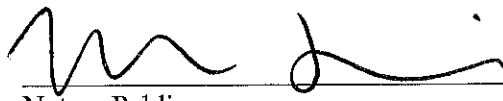
Name: RICHARD H. WRIGHT

Title: CO-PRESIDENT

COMMONWEALTH OF VIRGINIA

CITY OF RICHMOND

This instrument was acknowledged before me this 12 day of December, 2024,
by Richard Wright as Co-President of CEP Solar Holdings II, LLC on behalf of the
company.


Notary Public

My Commission expires: 8/31/2027

(SEAL)

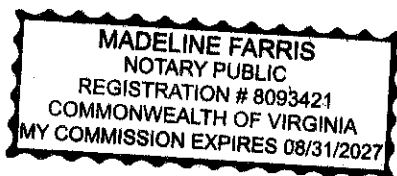


EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

The Property is all of the following tracts or parcels of land, situated in Prince Edward County, Commonwealth of Virginia consisting of approximately 164.06 acres, more particularly described as follows:

Parcel Number(s) and acreage:

1. 115-6-4 and consisting of approximately 16.06 acres
2. 115-A-55 and consisting of approximately 148 acres

Most recent deed of record: _____ Deed, Dated _____, OR
Volume ____, Page ____, County Recorder's Office, Prince Edward County, Virginia.

In the event of inaccuracies in the foregoing legal description, Landlord and Tenant shall amend this Lease to correct such inaccuracies.