

**EXHIBIT D - Compensation**

Payment	Description of Payment	Timing of Payment						
<b>Easement Consideration Payment</b>	GRANTEE shall pay to GRANTOR for the Easement Consideration Payment of Four dollars (\$4.00) per acre of GRANTOR's Property.	The Easement Consideration Payment shall be paid within thirty (30) days of execution of this Easement Agreement.						
<b>Initial Period Payment</b>	During the Initial Period GRANTEE shall pay to GRANTOR an annual Initial Period Payment of Four dollars (\$4.00) per acre of the Total Acreage for years two and three of the Initial Period and Six dollars (\$6.00) per acre of the Total Acreage for years four and five of the Initial Period.	The Initial Period Payment shall be paid annually in advance of the anniversary date of the execution of this Easement Agreement for Initial Period.						
<b>Installation Payment</b>	If GRANTEE elects to install Turbines on the GRANTOR's Property, GRANTEE shall pay to GRANTOR a one-time Installation Payment in the amount of three thousand dollars (\$3,000), per Turbine installed on the GRANTOR's Property.	Each Installation Payment shall be due within thirty (30) days after the date that GRANTEE commences the installation of any Turbines on the GRANTOR's Property. No additional Installation Payment shall be due in the case of replacement of Turbines installed on GRANTOR's Property.						
<b>Turbine Payment</b>	<p>During the Operating Term, GRANTEE shall pay GRANTOR an annual Turbine Payment (paid in monthly installments). If one or more Turbines are installed on the GRANTOR's Property, and for so long as each Turbine remains on the GRANTOR's Property until its physical removal from and reclamation of the GRANTOR's Property, GRANTEE shall pay to GRANTOR, a Turbine Payment. The Turbine Payment shall be in the greater of the amounts resulting from the calculations set forth in subsections (a), and (b) below:</p> <ul style="list-style-type: none"> <li>- (a) an annual amount as shown on the table below per Megawatt of Turbines installed on GRANTOR's Property:</li> </ul> <table border="1" data-bbox="483 1430 889 1640"> <thead> <tr> <th>Operating Term year</th> <th>Annual Turbine Payment (per Magawatt)</th> </tr> </thead> <tbody> <tr> <td align="center">1-10</td> <td align="center">\$5,000.00</td> </tr> <tr> <td align="center">11-20</td> <td align="center">\$6,000.00</td> </tr> </tbody> </table>	Operating Term year	Annual Turbine Payment (per Magawatt)	1-10	\$5,000.00	11-20	\$6,000.00	<p>The Turbine Payment set forth shall be the per Megawatt amount set forth in section (a) shall be calculated and the greater thereof paid monthly in advance (which amount shall be divided by 12 for such purpose) with each monthly installment being due and payable in advance within fifteen (15) days after the first day of the applicable calendar month.</p> <p>Within sixty (60) days after the end of each calendar year during the Operating Term, GRANTEE shall (i) conduct a "true-up" to determine the amount (if any) by which the sum calculated under clause (b) for such calendar year exceeds the sum paid to GRANTOR under clause (a) for such calendar year (an "Excess Amount") and (ii) deliver to GRANTOR a statement reasonably showing the basis for the computation of such "true up". If such "true up" establishes that there is an Excess Amount, then GRANTEE Shall, within such sixty (60) day period, pay the Excess Amount to GRANTOR. Such statement shall show (i) the meter readings of the Turbines located on GRANTOR's Property during the applicable calendar year, as measured at such Turbines, (ii) the aggregate meter readings of all of the Turbines in the project during the applicable calendar year, as measured at such Turbines,</p>
Operating Term year	Annual Turbine Payment (per Magawatt)							
1-10	\$5,000.00							
11-20	\$6,000.00							

*WTP*

	<p>Or (b) a percentage, as shown on the table below, of the Gross Operating Proceeds actually received by GRANTEE from the Turbines installed on GRANTOR'S Property during such year:</p> <table border="1" data-bbox="451 373 915 617"> <thead> <tr> <th data-bbox="451 373 673 510">Operating Term year</th> <th data-bbox="673 373 915 510">Annual Turbine Payment (percent of Gross Operating Proceeds)</th> </tr> </thead> <tbody> <tr> <td data-bbox="451 510 673 562">1-10</td> <td data-bbox="673 510 915 562">4%</td> </tr> <tr> <td data-bbox="451 562 673 617">11-20</td> <td data-bbox="673 562 915 617">5%</td> </tr> </tbody> </table>	Operating Term year	Annual Turbine Payment (percent of Gross Operating Proceeds)	1-10	4%	11-20	5%	<p>(iii) the aggregate meter readings for the electricity delivered to the substation from all of the Turbines in the project during the applicable calendar year, as measured at such substation, and (iv) the Gross Operating Proceeds for the applicable calendar year. Any Monthly Turbine Payment that is payable for less than a full calendar month shall be prorated by GRANTEE on the basis of a 30.5 day month, while any Operating Term payments payable under section (b) for less than a full calendar year shall be calculated based on the Gross Operating Proceeds actually received during such partial calendar year.</p>
Operating Term year	Annual Turbine Payment (percent of Gross Operating Proceeds)							
1-10	4%							
11-20	5%							
<p><b>Annual Land Payment</b></p>	<p>GRANTEE shall pay GRANTOR, during the Operating Term and any Renewal Terms, an Annual Land Payment. The Annual Land Payment shall be equal to Eleven Thousand Two Hundred Dollars (\$11,200.00) per year on an annual basis.</p>	<p>On or before February 15th of each calendar year of the Operating Term, GRANTEE shall pay to GRANTOR the Annual Land Payment due to GRANTOR.</p> <p>Any Annual Land Payments for less than a full twelve-month period shall be prorated based on the actual number of days in the applicable period.</p>						

**Increase in Certain Payments:** During the Initial Period, the per-acre amount and per-Megawatt amount set forth in the Annual Land Payment, Turbine Payment, and Installation Payment shall automatically (without notice or demand) escalate to reflect any increases in the CPI Index (as hereinafter defined) commencing as of January 1, 2015 and ending on December 31 for the year immediately preceding the commencement of the Operating Term (the "Calculation Date"), on which date all such payment amounts shall become fixed and shall no longer escalate with further increases in the CPI Index. For purpose hereof, "**CPI Index**" shall mean the Consumer Price Index for "All Urban Consumers, U.S. City Average, All Items", issued by the Bureau of Labor Statistics of the United States Department of Labor. All such adjustments will be determined by multiplying each such payment amount referenced in Exhibit D by a fraction, the numerator of which is the CPI Index number for the Calculation Date and the denominator of which is the CPI Index number for January 2015.