

**SCHEDULE AGREEMENT FOR THE INTERCONNECTION OF THE TOWN OF
PRESCOTT VALLEY / 3820 N. PRESCOTT EAST HIGHWAY, PRESCOTT VALLEY, AZ
PHOTOVOLTAIC SYSTEM TO THE APS DISTRIBUTION SYSTEM**

PURSUANT TO THE

**MASTER AGREEMENT FOR THE INTERCONNECTION OF GENERATING FACILITIES
TO THE APS DISTRIBUTION SYSTEM BETWEEN ARIZONA PUBLIC SERVICE
COMPANY AND TOWN OF PRESCOTT VALLEY (APS AGREEMENT NO. 11-COM-
0009)**

This SCHEDULE, dated August 31, 2011 is entered into by the undersigned Parties, pursuant to, in accordance with and subject to the terms and conditions of the Master Agreement for the Interconnection of Generating Facilities to the APS Distribution System, dated as of August 31, 2011 (APS Agreement No. 11-COM-0009 and also referred to as the "Master Agreement").

1. This Schedule is entered into in respect to the ownership, installation, operation and maintenance of the GF described herein.
2. The GF shall be permanently located at 3820 N. Prescott East Highway, Prescott Valley, AZ and is scheduled to begin operation in electrical parallel with APS' electric distribution system, on or about October, 2011.
3. In addition to the provisions specified in Section 5 of the Master Agreement, this Schedule shall remain in effect as long as the GF referred to herein remains interconnected with the APS System.
4. The Specifications of the GF are described as follows:

Type: Advanced Energy –Solaron 500 kW

Fuel or Energy Source: Photovoltaic

Unit Nameplate Output Rating: 500 kW

No. of Units: 1

Total Nameplate Output of all Units: 500 kW

5. Attached to this Schedule and made a part hereof is the following Appendix:

APPENDIX A: Operating Agreement

6. Special Terms and Conditions:

- 6.1 The GF shall meet the specifications and requirements set forth in this Schedule and on the drawings provided for APS review.
- 6.2 Customer intends to net meter excess generation with APS.
- 6.3 The point of delivery for APS electric service to the Generating Facility (GF) is at the Customer's 277 /480 V Service Entrance Section (SES).
- 6.4 In accordance with the Master Agreement an acceptable visibly open and lockable isolation point will be provided by the Customer on the Customer's side of the SES meter section, to electrically isolate the Customer-owned facilities from all APS electric service equipment in order to establish a safe work area for APS personnel.

The isolation point will comprise a load break Disconnect Device. When an electrical clearance is required by APS, Customer shall provide personnel and equipment on site to open the Disconnect Device so as to provide a visible open and lockable isolation point acceptable to APS personnel.

Customer will be required to electrically isolate the GF from the APS System at the time of install and in the event that APS needs to perform subsequent maintenance on its equipment in the metering compartment or electric service equipment.

- 6.5 Where the applicable rate schedule or other APS requirement and/or agreement requires meter(s) to be installed to record the output of the GF Generator(s), Customer will provide, at its expense, a dedicated phone line to each such meter also to the SES utility meter(s) and/or sub meters if necessary. Each dedicated phone line is to be landed on the APS-provided telephone interface module, normally located within two feet of the meter.
 - 6.6 Customer shall install, or cause to be installed, and will maintain such other equipment as is specified in this Schedule, or as may mutually be agreed upon by the Customer and APS from time to time during the term of this Schedule and any extensions thereof.
7. This Schedule is entered into pursuant to, in accordance with and subject to the terms and conditions of the Master Agreement. In the event of conflicts between this Schedule and the Master Agreement the terms of this Schedule shall govern. No provision contained in this Schedule shall have the effect of amending the Master Agreement's terms and conditions as they pertain to any other Schedule entered into under the Master Agreement. The Master Agreement may only be amended or modified by a written amendment signed by the Parties.

8. Execution:

IN WITNESS WHEREOF, the Parties have caused this Schedule to be executed by their duly authorized representatives as of the date hereinabove set forth.

ARIZONA PUBLIC SERVICE COMPANY

TOWN OF PRESCOTT VALLEY

“APS”

“Customer”

Signature: _____

Signature: _____

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____

APPENDIX A (NOT APPLICABLE)

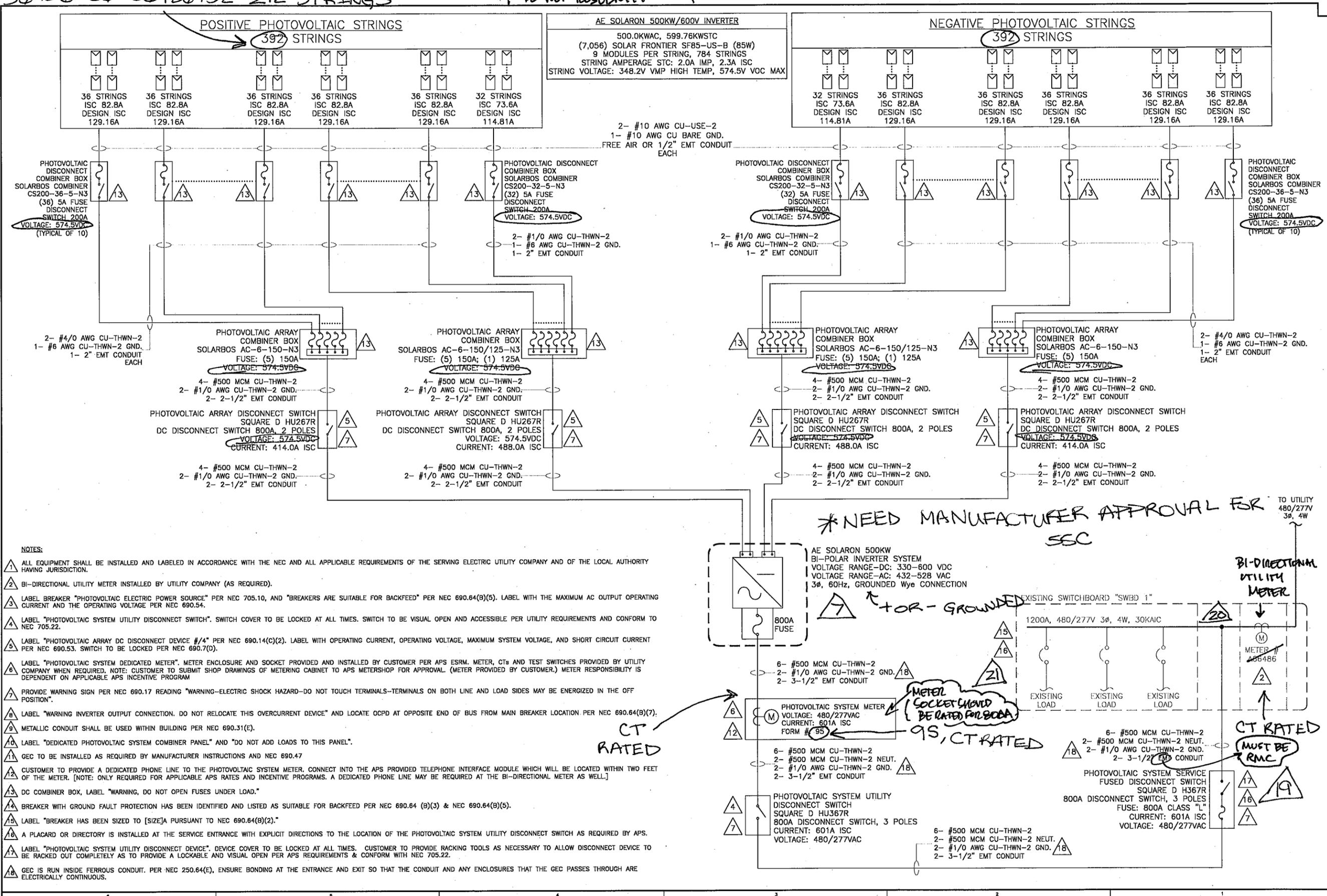
OPERATING AGREEMENT

1. Customer and APS shall jointly develop, implement and maintain an “Operating Agreement” which shall be used when either Party needs to establish a safe working area on its 12.47 kV equipment and it is necessary to isolate the affected equipment from any APS power source(s) and any power source(s) located on Customer’s Property. This Operating Agreement will also address the normal day-to-day operating requirements relating to Customer’s interconnected GF.
2. Such Operating Agreement may be modified and/or updated from time to time with the mutual consent and written agreement of both Parties without requiring any revision to the Master Agreement, this Schedule or its attachments.
3. Each Party shall keep a current copy of such Operating Agreement on file: Customer shall maintain a copy at its control center or other designated location, and APS shall maintain a copy in its designated operations center. Each Party shall be available on a 24 hour basis for the administration of the Operating Agreement.
4. In the event that any pertinent information (such as contact names, telephone numbers, safety procedures, etc) relating to a Party and contained in the Operating Agreement should change, it shall be that Party’s responsibility to contact the other Party by written notice in order to update the Operating Agreement.

PLEASE VERIFY
 $36 + 36 + 36 + 36 + 36 + 32 = 212$ STRINGS

INCORPORATE COMMENTS
 DO NOT RESUBMIT

Comments *Chanda* 8/16/11



- NOTES:
- 1 ALL EQUIPMENT SHALL BE INSTALLED AND LABELED IN ACCORDANCE WITH THE NEC AND ALL APPLICABLE REQUIREMENTS OF THE SERVING ELECTRIC UTILITY COMPANY AND OF THE LOCAL AUTHORITY HAVING JURISDICTION.
 - 2 BI-DIRECTIONAL UTILITY METER INSTALLED BY UTILITY COMPANY (AS REQUIRED).
 - 3 LABEL BREAKER "PHOTOVOLTAIC ELECTRIC POWER SOURCE" PER NEC 705.10, AND "BREAKERS ARE SUITABLE FOR BACKFEED" PER NEC 690.64(B)(5). LABEL WITH THE MAXIMUM AC OUTPUT OPERATING CURRENT AND THE OPERATING VOLTAGE PER NEC 690.54.
 - 4 LABEL "PHOTOVOLTAIC SYSTEM UTILITY DISCONNECT SWITCH". SWITCH COVER TO BE LOCKED AT ALL TIMES. SWITCH TO BE VISUAL OPEN AND ACCESSIBLE PER UTILITY REQUIREMENTS AND CONFORM TO NEC 705.22.
 - 5 LABEL "PHOTOVOLTAIC ARRAY DC DISCONNECT DEVICE #1/4" PER NEC 690.14(C)(2). LABEL WITH OPERATING CURRENT, OPERATING VOLTAGE, MAXIMUM SYSTEM VOLTAGE, AND SHORT CIRCUIT CURRENT PER NEC 690.53. SWITCH TO BE LOCKED PER NEC 690.7(D).
 - 6 LABEL "PHOTOVOLTAIC SYSTEM DEDICATED METER". METER ENCLOSURE AND SOCKET PROVIDED AND INSTALLED BY CUSTOMER PER APS ESRM. METER, CTs AND TEST SWITCHES PROVIDED BY UTILITY COMPANY WHEN REQUIRED. NOTE: CUSTOMER TO SUBMIT SHOP DRAWINGS OF METERING CABINET TO APS METERSHOP FOR APPROVAL. (METER PROVIDED BY CUSTOMER.) METER RESPONSIBILITY IS DEPENDENT ON APPLICABLE APS INCENTIVE PROGRAM.
 - 7 PROVIDE WARNING SIGN PER NEC 690.17 READING "WARNING-ELECTRIC SHOCK HAZARD-DO NOT TOUCH TERMINALS-TERMINALS ON BOTH LINE AND LOAD SIDES MAY BE ENERGIZED IN THE OFF POSITION".
 - 8 LABEL "WARNING INVERTER OUTPUT CONNECTION. DO NOT RELOCATE THIS OVERCURRENT DEVICE" AND LOCATE OCPD AT OPPOSITE END OF BUS FROM MAIN BREAKER LOCATION. PER NEC 690.64(B)(7).
 - 9 METALLIC CONDUIT SHALL BE USED WITHIN BUILDING PER NEC 690.31(E).
 - 10 LABEL "DEDICATED PHOTOVOLTAIC SYSTEM COMBINER PANEL" AND "DO NOT ADD LOADS TO THIS PANEL".
 - 11 GEC TO BE INSTALLED AS REQUIRED BY MANUFACTURER INSTRUCTIONS AND NEC 690.47
 - 12 CUSTOMER TO PROVIDE A DEDICATED PHONE LINE TO THE PHOTOVOLTAIC SYSTEM METER. CONNECT INTO THE APS PROVIDED TELEPHONE INTERFACE MODULE WHICH WILL BE LOCATED WITHIN TWO FEET OF THE METER. [NOTE: ONLY REQUIRED FOR APPLICABLE APS RATES AND INCENTIVE PROGRAMS. A DEDICATED PHONE LINE MAY BE REQUIRED AT THE BI-DIRECTIONAL METER AS WELL.]
 - 13 DC COMBINER BOX, LABEL "WARNING, DO NOT OPEN FUSES UNDER LOAD."
 - 14 BREAKER WITH GROUND FAULT PROTECTION HAS BEEN IDENTIFIED AND LISTED AS SUITABLE FOR BACKFEED PER NEC 690.64 (B)(3) & NEC 690.64(B)(5).
 - 15 LABEL "BREAKER HAS BEEN SIZED TO [SIZE] PURSUANT TO NEC 690.64(B)(2)."
 - 16 A PLACARD OR DIRECTORY IS INSTALLED AT THE SERVICE ENTRANCE WITH EXPLICIT DIRECTIONS TO THE LOCATION OF THE PHOTOVOLTAIC SYSTEM UTILITY DISCONNECT SWITCH AS REQUIRED BY APS.
 - 17 LABEL "PHOTOVOLTAIC SYSTEM UTILITY DISCONNECT DEVICE". DEVICE COVER TO BE LOCKED AT ALL TIMES. CUSTOMER TO PROVIDE RACKING TOOLS AS NECESSARY TO ALLOW DISCONNECT DEVICE TO BE RACKED OUT COMPLETELY AS TO PROVIDE A LOCKABLE AND VISUAL OPEN PER APS REQUIREMENTS & CONFORM WITH NEC 705.22.
 - 18 GEC IS RUN INSIDE FERRUGINOUS CONDUIT. PER NEC 250.64(E), ENSURE BONDING AT THE ENTRANCE AND EXIT SO THAT THE CONDUIT AND ANY ENCLOSURES THAT THE GEC PASSES THROUGH ARE ELECTRICALLY CONTINUOUS.

19 SUPPLY SIDE CONNECTION IS INSTALLED PER NEC 230, APS ESRM, AND APS INTERCONNECTION REQUIREMENTS.
 20 SUPPLY SIDE CONNECTION IS INSTALLED IN ACCORDANCE WITH MANUFACTURER'S INSTRUCTIONS. DOCUMENTATION IS INCLUDED W/APS INTERCONNECTION APPLICATION.
 21 LABEL "WARNING-A GENERATION SOURCE IS CONNECTED TO THE SUPPLY (UTILITY) SIDE OF THE SERVICE DISCONNECTING MEANS. FOLLOW PROPER LOCKOUT/TAGOUT PROCEDURES TO ENSURE THE PV SYSTEM UTILITY DISC SWITCH IS OPENED PRIOR TO PERFORMING WORK ON THIS DEVICE."

PROJECT TITLE
WATER TANK SITE
500KWAC PHOTOVOLTAIC SYSTEM
 3820 N. PRESCOTT EAST HWY
 PRESCOTT VALLEY, AZ 86314

ENGINEER'S STAMP

SMARTENERGY
 50 MAIN STREET, SUITE #612
 WHITE PLAINS, NY 10606
 (914) 618-4788
 JOB NUMBER: XXX

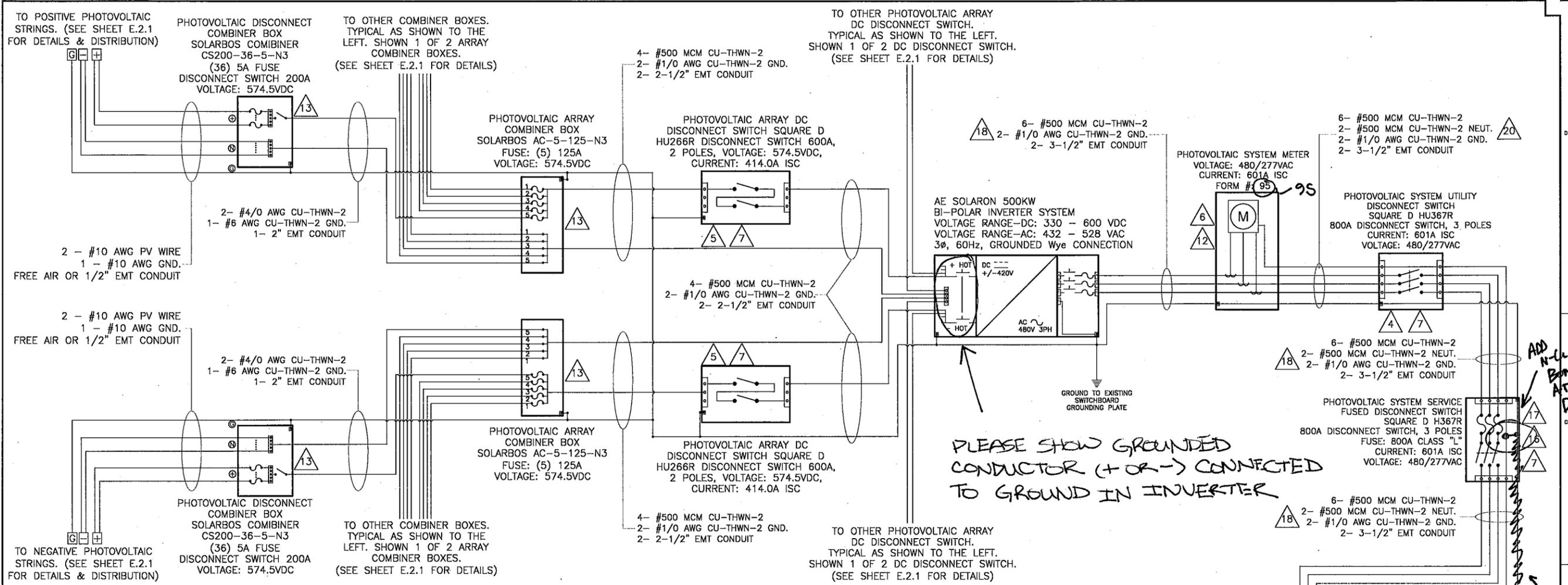
| NO. | DATE | ISSUE | REVISIONS |
|-----|------------|----------------------|-----------|
| 1 | 08-JUNE-11 | PLAN CHECK SUBMITTAL | |
| 2 | 15-JUNE-11 | CLIENT COMMENTS | |
| 3 | 14-JULY-11 | CLIENT COMMENTS | |
| 4 | 21-JULY-11 | CLIENT COMMENTS | |
| 5 | 04-AUG-11 | APS COMMENTS | |
| 6 | 08-AUG-11 | APS COMMENTS | |

DRAWN BY: NATRON
 CHECKED BY: JHA
 APPROVED BY: JHA
 DOCUMENT DATE: 8/6/2011

SCALE: NTS

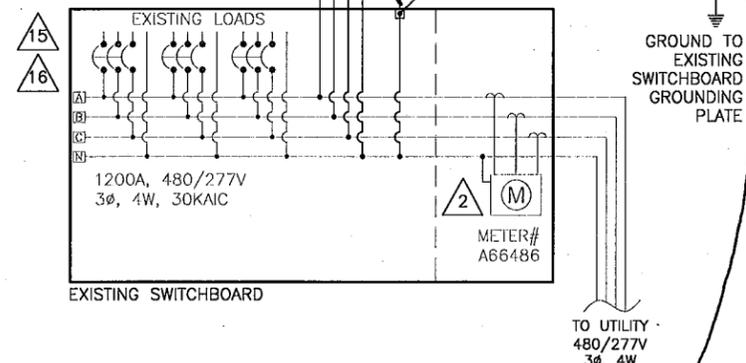
SHEET TITLE:
SINGLE LINE DIAGRAM (WTS #1)

SHEET #
 E.2.1



***INCORPORATE ALL NOTES/ COMMENTS FROM ONE LINE.**

- NOTES:**
- 1 ALL EQUIPMENT SHALL BE INSTALLED AND LABELED IN ACCORDANCE WITH THE NEC AND ALL APPLICABLE REQUIREMENTS OF THE SERVING ELECTRIC UTILITY COMPANY AND OF THE LOCAL AUTHORITY HAVING JURISDICTION.
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SEE APS SUPPLY SIDE CONNECTION SAMPLE DIAGRAMS

PROJECT TITLE:
WATER TANK SITE
500KWAC PHOTOVOLTAIC SYSTEM
3820 N. PRESCOTT EAST HWY
PRESCOTT VALLEY, AZ 86314

ENGINEER'S STAMP:
SMARTENERGY
50 MAIN STREET, SUITE #812
WHITE PLAINS, NY 10606
(914) 618-4788
JOB NUMBER: XXX

| DATE | ISSUE | REVISIONS |
|----------|---------------------|-----------|
| 08-08-11 | APS COMMENTS | 1 |
| 04-08-11 | APS COMMENTS | 2 |
| 02-07-11 | CLIENT COMMENTS | 3 |
| 14-06-11 | CLIENT COMMENTS | 4 |
| 13-06-11 | PLANCHER SUBMITTAL | 5 |
| 08-06-11 | FRANCHISE SUBMITTAL | 6 |

DRAWN BY: NATRON
CHECKED BY: JHA
APPROVED BY: JHA
DOCUMENT DATE: 8/9/2011

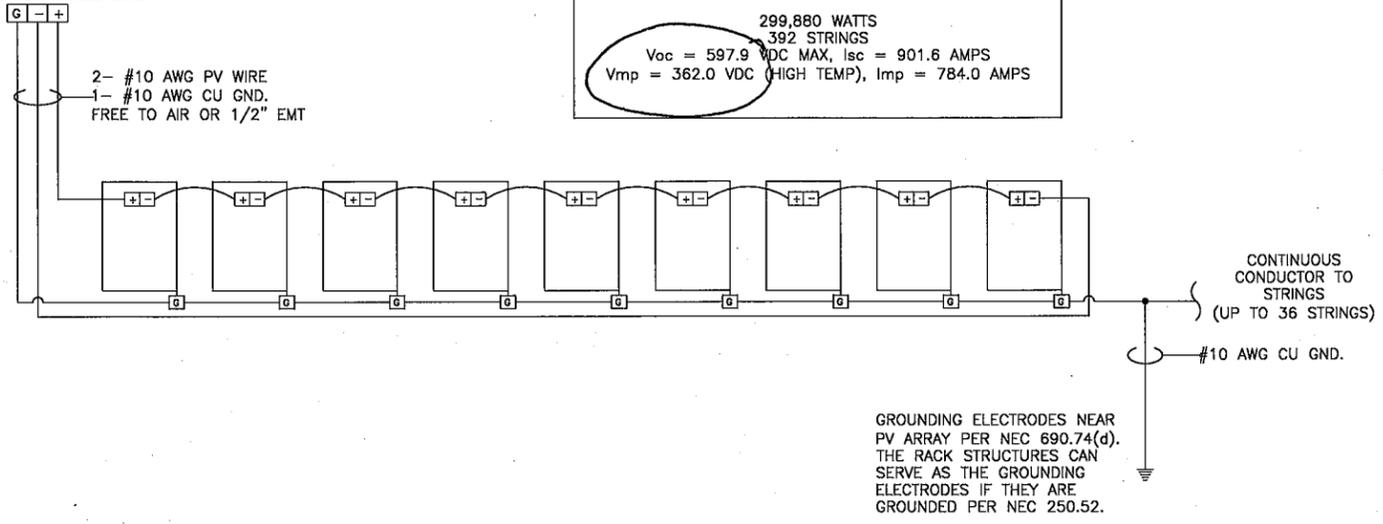
SCALES:
 NTS

SHEET TITLE:
 THREE LINE DIAGRAM (WTS #1)

SHEET #:
 E.3.2

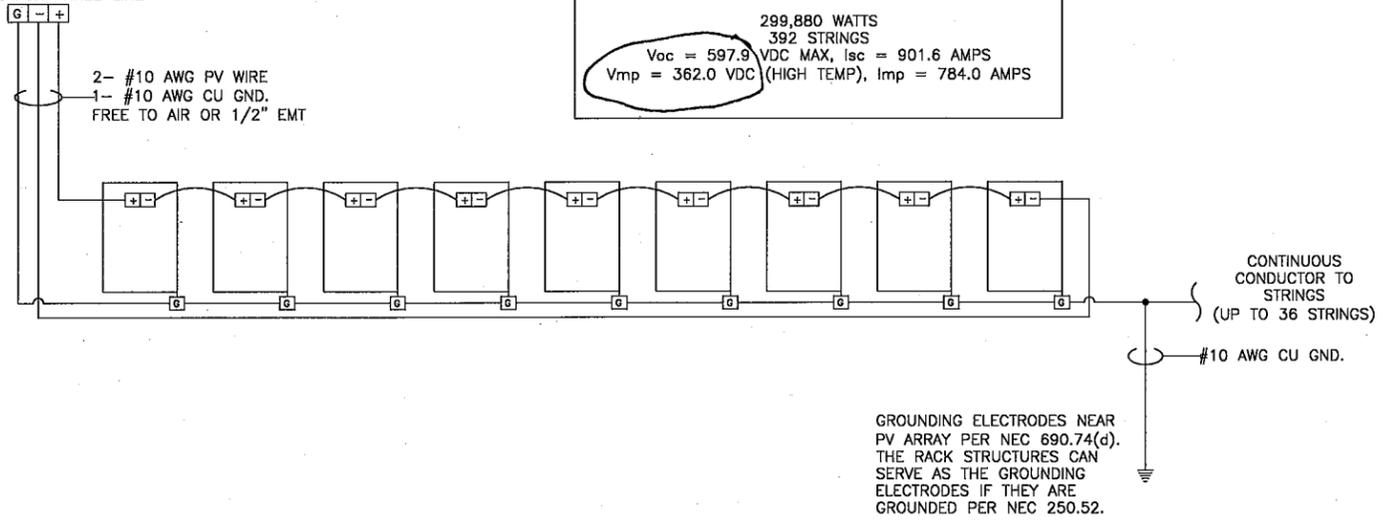
| PHOTOVOLTAIC MODULE SPECIFICATION |
|--|
| SOLAR FRONTIER SF85-US-B 85 WATTS Voc = 57.5 VDC, Isc = 2.3 AMPS Vmp = 42.5 VDC, Imp = 2.0 AMPS |

POSITIVE PV STRINGS
 9 MODULES IN STRING
 (TYPICAL OF 392 STRINGS)
 SEE E.3.2 FOR THREE LINE



GROUNDING ELECTRODES NEAR PV ARRAY PER NEC 690.74(d). THE RACK STRUCTURES CAN SERVE AS THE GROUNDING ELECTRODES IF THEY ARE GROUNDED PER NEC 250.52.

NEGATIVE PV STRINGS
 9 MODULES IN STRING
 (TYPICAL OF 392 STRINGS)
 SEE E.3.2 FOR THREE LINE



GROUNDING ELECTRODES NEAR PV ARRAY PER NEC 690.74(d). THE RACK STRUCTURES CAN SERVE AS THE GROUNDING ELECTRODES IF THEY ARE GROUNDED PER NEC 250.52.

PLEASE VERIFY:
 $42.5 \times 9 = 382.5$
 $57.5 \times 9 = 517.5$

| ONE PHOTOVOLTAIC STRING |
|---|
| 765 WATTS 9 MODULES IN STRING PER STRING Voc = 574.5 VDC MAX, Isc = 2.3 AMPS Vmp = 348.2 VDC (HIGH TEMP), Imp = 2.0 AMPS (TYPICAL OF 784 STRINGS) |

- NOTES: (TYPICAL)
- EQUIPMENT SHALL BE INSTALLED IN ACCORDANCE WITH THE NEC AND ALL APPLICABLE REQUIREMENTS OF THE LOCAL AUTHORITY HAVING JURISDICTION.
 - GROUND WIRE MUST BE CONTINUOUS AND INSTALLED TO ALLOW FOR PANEL REMOVAL WITHOUT DISRUPTING CONTINUITY. ALL MODULE GROUND CONNECTIONS SHALL BE MADE IN ACCORDANCE WITH NEC 690-4(c)
 - FOLLOW MANUFACTURERS SUGGESTED INSTALLATION PRACTICES AND WIRING SPECIFICATIONS.
 - WIRES SHALL BE RATED AND LABELED "SUNLIGHT RESISTANT" WHERE EXPOSED TO AMBIENT CONDITIONS.

PROJECT TITLE:
WATER TANK SITE
500KWAC PHOTOVOLTAIC SYSTEM
3820 N. PRESCOTT EAST HWY
PRESCOTT VALLEY, AZ 86314

ENGINEER'S STAMP

SMARTENERGY
 50 MAIN STREET, SUITE #812
 WHITE PLAINS, NY 10606
 (914) 618-4788
 JOB NUMBER: XXX

| REVISIONS | DATE | ISSUE | REVISIONS |
|-----------|------------|----------------------|-----------|
| 1 | 08-JUNE-11 | PLAN/CHECK SUBMITTAL | |
| 2 | 15-JUNE-11 | CLIENT COMMENTS | |
| 3 | 14-JULY-11 | CLIENT COMMENTS | |
| 4 | 21-JULY-11 | CLIENT COMMENTS | |
| 5 | 04-AUG-11 | APS COMMENTS | |
| 6 | 08-AUG-11 | APS COMMENTS | |

DRAWN BY: NATRON
 CHECKED BY: JHA
 APPROVED BY: JHA
 DOCUMENT DATE: 8/9/2011

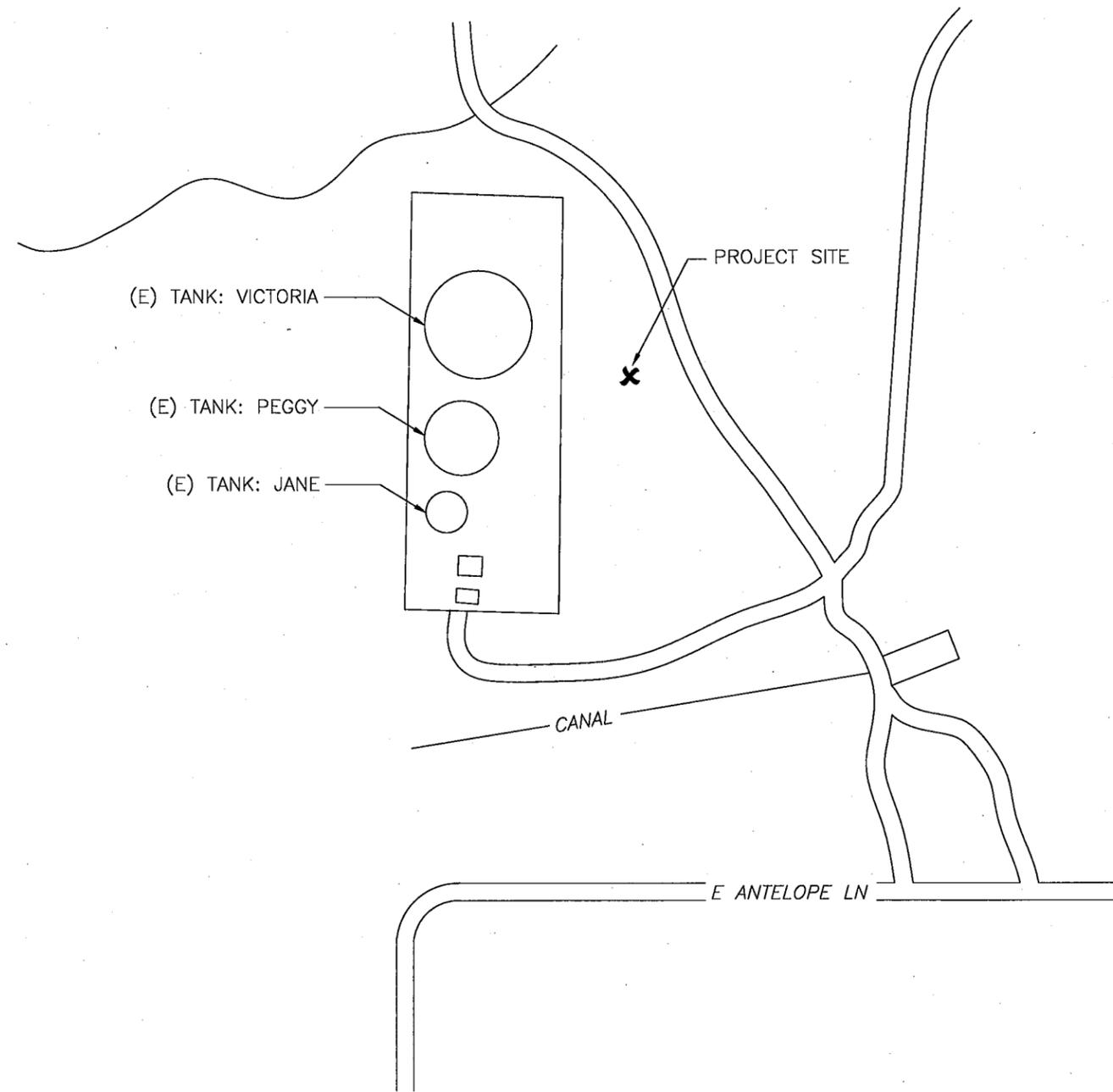
SCALE:
 NTS

SHEET TITLE:
ARRAY WIRING DIAGRAM (WTS #1)

SHEET #:
 E.3.1

PHOTOVOLTAIC SYSTEM - WATER TANK SITE

3820 N. PRESCOTT EAST HWY, PRESCOTT VALLEY, AZ 86314



Scope of Work:

SCOPE INCLUDES INSTALLATION OF PHOTOVOLTAIC GROUND MOUNT ARRAYS WITH RELATED HARDWARE AND ELECTRICAL EQUIPMENT.

ALL ELECTRICITY GENERATED IS FOR CONSUMPTION ON SITE.

SYSTEM ELECTRICAL CONNECTION TO MAIN ELECTRICAL SERVICE IS AT 480/277V SWITCHGEAR.

PERMIT SHALL INCLUDE LABOR OF CONSTRUCTING GROUND MOUNT ARRAYS, RUNNING OF ELECTRICAL CONDUITS, INSTALLATION OF NEW ELECTRICAL EQUIPMENT AND ELECTRICAL CONNECTION TO EXISTING BUILDING SERVICE.

NO BATTERIES REQUIRED AS PART OF THIS PROJECT SCOPE.

PROJECT TITLE:

WATER TANK SITE
500KWAC PHOTOVOLTAIC SYSTEM
3820 N. PRESCOTT EAST HWY
PRESCOTT VALLEY, AZ 86314

ENGINEER'S STAMP

SMARTENERGY CAPITAL
50 MAIN STREET, SUITE #812
WHITE PLAINS, NY 10606
(914) 618-4788
JOB NUMBER: XXX

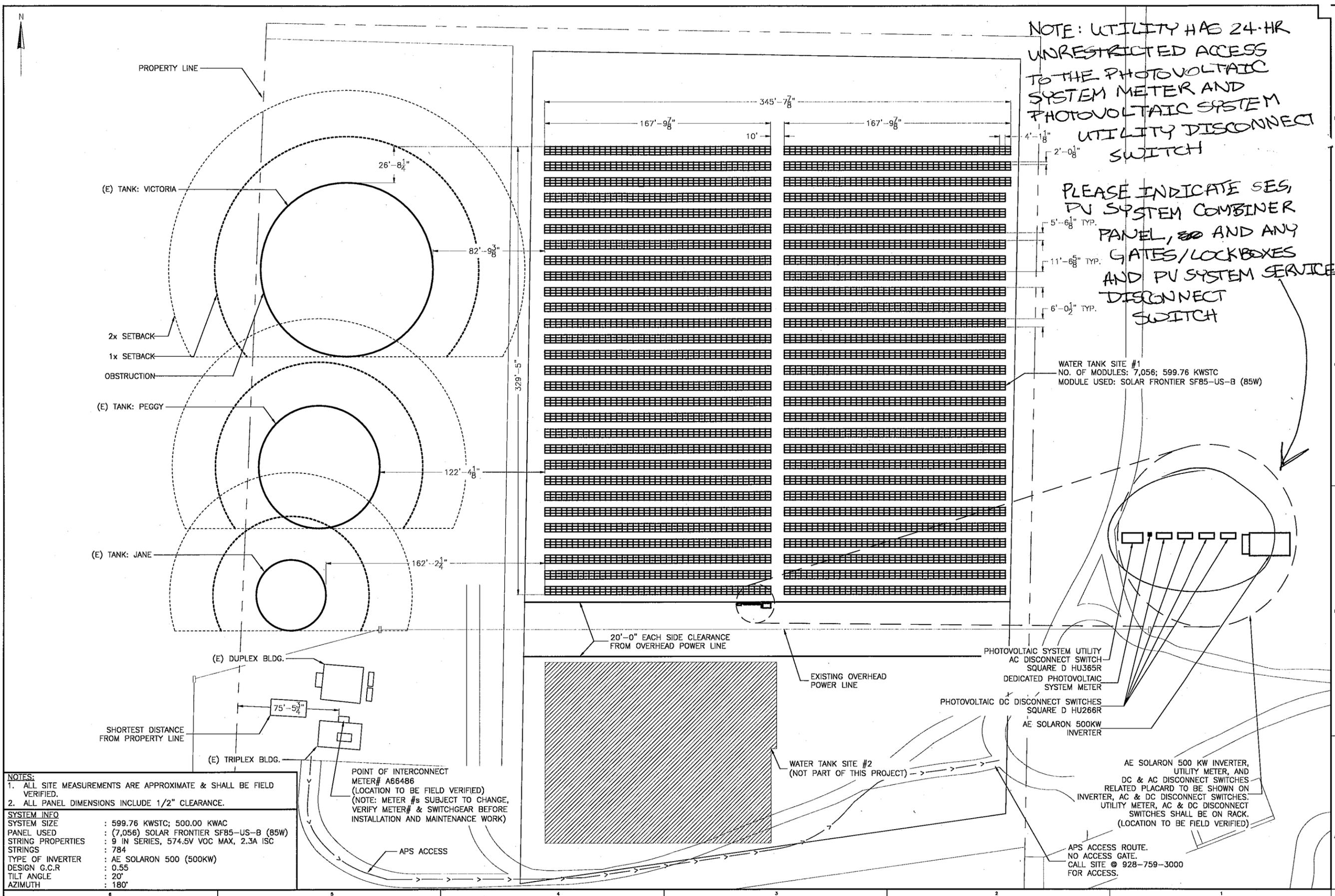
| # | DATE | ISSUE | REVISIONS |
|----|------------|--------------------|-----------|
| A | 08-JUNE-11 | PLANS/CK SUBMITTAL | |
| A1 | 15-JUNE-11 | CLIENT COMMENTS | |
| A2 | 14-JULY-11 | CLIENT COMMENTS | |
| A3 | 21-JULY-11 | CLIENT COMMENTS | |
| A4 | 04-AUG-11 | APS COMMENTS | |
| A5 | 08-AUG-11 | APS COMMENTS | |

DRAWN BY: NATRON
CHECKED BY: JHA
APPROVED BY: JHA
DOCUMENT DATE: 8/9/2011

SCALE:
NTS

SHEET TITLE:
TITLE SHEET

SHEET #:
01_T



NOTE: UTILITY HAS 24-HR UNRESTRICTED ACCESS TO THE PHOTOVOLTAIC SYSTEM METER AND PHOTOVOLTAIC SYSTEM UTILITY DISCONNECT SWITCH

PLEASE INDICATE SES, PV SYSTEM COMBINER PANEL, AND ANY GATES/LOCKBOXES AND PV SYSTEM SERVICE DISCONNECT SWITCH

WATER TANK SITE #1
NO. OF MODULES: 7,056; 599.76 KWSTC
MODULE USED: SOLAR FRONTIER SF85-US-B (85W)

NOTES:

- ALL SITE MEASUREMENTS ARE APPROXIMATE & SHALL BE FIELD VERIFIED.
- ALL PANEL DIMENSIONS INCLUDE 1/2" CLEARANCE.

| SYSTEM INFO | |
|-------------------|--|
| SYSTEM SIZE | : 599.76 KWSTC; 500.00 KWAC |
| PANEL USED | : (7,056) SOLAR FRONTIER SF85-US-B (85W) |
| STRING PROPERTIES | : 9 IN SERIES, 574.5V VOC MAX, 2.3A ISC |
| STRINGS | : 784 |
| TYPE OF INVERTER | : AE SOLARON 500 (500KW) |
| DESIGN G.C.R | : 0.55 |
| TILT ANGLE | : 20° |
| AZIMUTH | : 180° |

POINT OF INTERCONNECT METER# A66486 (LOCATION TO BE FIELD VERIFIED)
(NOTE: METER #s SUBJECT TO CHANGE, VERIFY METER# & SWITCHGEAR BEFORE INSTALLATION AND MAINTENANCE WORK)

PHOTOVOLTAIC SYSTEM UTILITY AC DISCONNECT SWITCH SQUARE D HU365R
DEDICATED PHOTOVOLTAIC SYSTEM METER
PHOTOVOLTAIC DC DISCONNECT SWITCHES SQUARE D HU266R
AE SOLARON 500KW INVERTER

AE SOLARON 500 KW INVERTER, UTILITY METER, AND DC & AC DISCONNECT SWITCHES RELATED PLACARD TO BE SHOWN ON INVERTER, AC & DC DISCONNECT SWITCHES, UTILITY METER, AC & DC DISCONNECT SWITCHES SHALL BE ON RACK. (LOCATION TO BE FIELD VERIFIED)

APS ACCESS ROUTE. NO ACCESS GATE. CALL SITE @ 928-759-3000 FOR ACCESS.

PROJECT TITLE:
WATER TANK SITE
500KWAC PHOTOVOLTAIC SYSTEM
3820 N. PRESCOTT EAST HWY
PRESCOTT VALLEY, AZ 86314

ENGINEER'S STAMP

SMARTENERGY
50 MAIN STREET, SUITE #612
WHITE PLAINS, NY 10606
(914) 618-4788
JOB NUMBER: XXX

| REV | DATE | ISSUE | BY | CHKD |
|-----|------------|--------------------|----|------|
| 1 | 08-JUNE-11 | PLANNING SUBMITTAL | | |
| 2 | 15-JUNE-11 | CLIENT COMMENTS | | |
| 3 | 14-JULY-11 | CLIENT COMMENTS | | |
| 4 | 04-AUG-11 | APS COMMENTS | | |
| 5 | 08-AUG-11 | APS COMMENTS | | |

DRAWN BY: NATRON
CHECKED BY: JHA
APPROVED BY: JHA
DOCUMENT DATE: 8/6/2011

SCALE:
1" = 30'-0"

SHEET TITLE:
ARRAY PLAN (WTS #1)

SHEET #:
A.2.1