

SOLAR SERVICES PARTICIPATION AGREEMENT

This Solar Services Participation Agreement ("Agreement"), dated August 11, 2015 between North State Grocery Inc. ("Applicant") and Blue Sky Utility LLC ("Service Provider") establishes and governs the provision of solar energy services ("Services") by Service Provider to Applicant during the time period commencing on the later to occur of (i) the signature date of this Agreement or (ii) the date that the Service Provider's NEMV Arrangement (as defined below) has been approved and commences (as applicable, "Commencement Date"), and ending in accordance with the terms and conditions contained herein.

Applicant Service Address (please include building number, street, apartment number (if applicable), city, and state):

1017 Bridge Street, Colusa, CA 95932

PO Box 439, COTTONWOOD, CA, 96022

Meter Location: SAID: 9088662354; Meter Number: 1009484804

RECITALS

WHEREAS, Service Provider desires to establish a virtual net metering program (hereinafter the "NEMV Arrangement") for North State Grocery Inc. for its Grocery Store known as "Colusa" and located at 1017 Bridge Street, Colusa, CA 95932 ("Property"), which NEMV Arrangement shall be administered under the terms of PG&E (Utility) and A6 rate schedule, whose terms may be amended or revised from time to time (the "NEMV Schedule")¹;

WHEREAS, Service Provider intends to install, own and operate a solar photovoltaic electric generating facility (hereinafter the "Renewable Electrical Generation Facility") at the Property to generate solar energy;

WHEREAS, Applicant is a tenant of a Landlord's Property and seeks to engage Service Provider to provide the Services and deliver solar energy credits to Applicant in accordance with the NEMV Schedule; and

WHEREAS, the Service Provider wishes to perform the Services on behalf of the Applicant subject to the terms and conditions set forth in this Agreement.

TERMS AND CONDITIONS

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties, intending to be legally bound, hereby agree as follows:

1. The Applicant affirms that Applicant, pursuant to that certain lease agreement with the Landlord dated _____ (as amended, "Applicant's Lease"), leases certain premises from Landlord located at the address above, herein referred to as "Applicant's Service Address." Applicant further affirms that such address identifies premises that are interconnected to and takes electric service from Utility using a separately or individually metered unit.

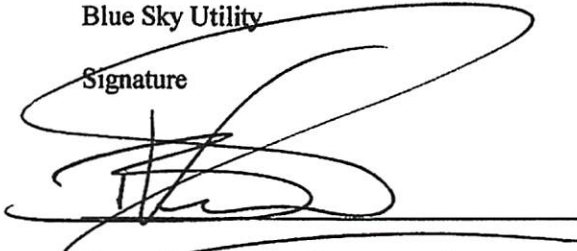
¹ The NEMV Schedule can be found here: <http://www.pge.com/tariffs/tm2/pdf/ELEC_SCHDS_NEMV.pdf>

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their respective duly authorized representatives as of the signature date.

PROVIDER

Blue Sky Utility

Signature



Name of Authorized Representative

Barend Venter

Title

President

Phone

707-266-4354

APPLICANT

North State Grocery Inc.

Signature



Name of Authorized Representative

Richard E. Jr. Morgan

Title

President/CEO

Phone

(530) 347-4621

Date _____