

DOC # 0135862

04/26/2010

03:39 PM

Official Record

Recording requested By
CHICAGO TITLE COMPANY

Lincoln County - NV

Leslie Boucher - Recorder

Fee: \$47.00

Page 1 of 9

RPTT:

Recorded By: DP

Book- 255 Page- 0627



0135862

APN# 8-201-03, 06, 27 & 28

When Recorded Return to:

**Coyote Springs Investment, LLC
3100 SR168, PO Box 37010
Coyote Springs, NV 89037
Atten: General Counsel, Real Estate**

**RE-RECORD
REVERSIONARY RIGHT INSTRUMENT**

(Title on Document)

****This document is being re-recorded to include the correct notary acknowledgment for instrument recorded in Book 255, Page 447 Doc No 135787****

This page added to provide additional information required by NRS 111.312 Sections 1-2 (Additional recording fee applies)

This cover page must be typed or printed clearly in black ink only



0135862

Book - 255
Page - 528

04/26/2010
Page 2 of 9

DOC # 0135787

04/08/2010 02:47 PM

Official Record

Recording requested By
CHICAGO TITLE AGENCY OF NEVADA

Lincoln County - NV

Leslie Boucher - Recorder

Fee: \$46.00

Page 1 of 8

RPTT:

Recorded By: DP

Book - 255 Page -

0447

APN # 8-201-03,06,27 & 28

Recording Requested by:

Coyote Springs Investment LLC
3100 SR 168 / PO Box 37010
Coyote Springs, NV 89037



0135787

Return to:

Coyote Springs Investment LLC
3100 SR 168, PO Box 37010
Coyote Springs, Nevada 89037
Attn: General Counsel, Real Estate

REVERSIONARY RIGHT INSTRUMENT

This page added to provide additional information required by NRS 111.312 Section 1-2.



REVERSIONARY RIGHT INSTRUMENT

THIS REVERSIONARY RIGHT INSTRUMENT ("Instrument") is dated as of April 1, 2010, and entered into between Coyote Springs Investment LLC, a Nevada limited liability company, having an office at 3100 SR 168, PO Box 37010, Coyote Springs, Nevada 89037, Attn: CEO ("Owner"), and BrightSource Energy, Inc., a Delaware corporation, having an office at 1999 Harrison Street, Suite 2150, Oakland, California, 94612, Attn: General Counsel (and including any successor assignee of such person, "BrightSource").

RECITALS

- A. In connection with that certain Solar Facilities Ground Lease -- (Coyote Springs I) dated April 1, 2010 ("Lease"), Owner agreed to lease BrightSource certain real property located within the Lincoln County, Nevada portion of the master planned community that is commonly known as Coyote Springs all of which such property is set forth on Exhibit "A" attached to this Instrument (the "Property").
- B. In consideration of the Lease, BrightSource and Owner agree that BrightSource's use of the Property shall be limited to specific uses and that, if BrightSource uses the Property for any other purpose, Owner has a right of reversion as more specifically set forth in this instrument.

NOW THEREFORE, for good and valuable consideration the receipt of which is hereby acknowledged, the parties agree as follows:

1. BrightSource acknowledges that Owner intends for BrightSource to use the Property only for a solar generation facility and ancillary legal activities approved by Owner (collectively, the "Permitted Use").
2. If BrightSource shall at any time during the term of the Lease, use or occupation of the Property, use the Property for any use other than the Permitted Use, Owner shall have the right to terminate BrightSource's right to occupy and use the Property upon sixty (60) days' prior written notice to BrightSource and BrightSource's failure to cease such non-Permitted Use within such sixty (60) day period.

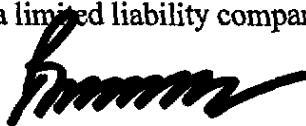
This Memorandum may be executed in counterparts, each of which shall be deemed to be an original and all of which, when taken together, shall constitute one and the same instrument.



IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed as of the 1st day of April, 2010.

OWNER:

COYOTE SPRINGS INVESTMENT LLC,
a Nevada limited liability company

By: 
Name: Brad Mamer
Title: CEO

BRIGHTSOURCE:

BRIGHTSOURCE ENERGY, INC.,
a Delaware corporation

By: _____
Name: _____
Title: _____

Signed in Counterpart



IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed as of the 1st day of April, 2010.

OWNER:

COYOTE SPRINGS INVESTMENT LLC,
a Nevada limited liability company

By: _____
Name: Brad Mamer
Title: CEO

Signed in Counterpart

BRIGHTSOURCE:

BRIGHTSOURCE ENERGY, INC.,
a Delaware corporation

By: _____
Name: John F. Jenkins-Stark
Title: CFO

John F. Jenkins-Stark
CFO



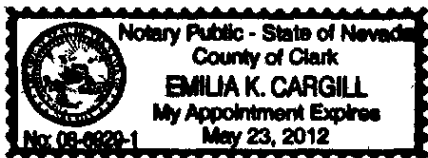
0135862

Book 255
Page 632

04/26/2010
Page 6 of 9

State of NEVADA)
County of CLARK)

This instrument was acknowledged before me on April 1, 2010, by Brad Mamer as CEO and authorized agent of COYOTE SPRINGS INVESTMENT LLC.



Emilia K. Cargill

Notary
My commission expires 5/23/2012

No. 08-6929-1

State of _____)
County of _____)

This instrument was acknowledged before me on _____, 2009, by _____, as _____ of BRIGHTSOURCE ENERGY, INC.

Notary
My commission expires _____



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

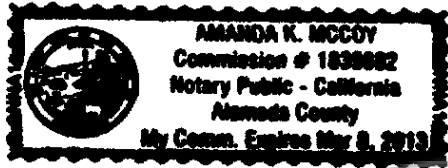
County of Alameda }

On April 2, 2010 before me, Amanda K. McCoy, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared John F. Jenkins-Stark
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.



Exp 3/8/13

Place Notary Seal Above

WITNESS my hand and official seal.

Signature Amanda K. McCoy
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Reversionary Right Instrument

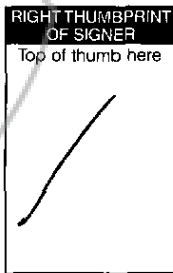
Document Date: April 1, 2010 Number of Pages: 6 (including exhibit)

Signer(s) Other Than Named Above: Brad Mamer, CEO, Coyote Springs Investment, LLC

Capacity(ies) Claimed by Signer(s)

Signer's Name: John F. Jenkins-Stark

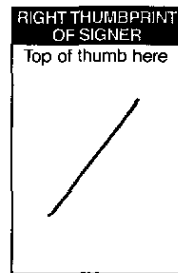
- Individual
- Corporate Officer — Title(s): CEO
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer is Representing: _____

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

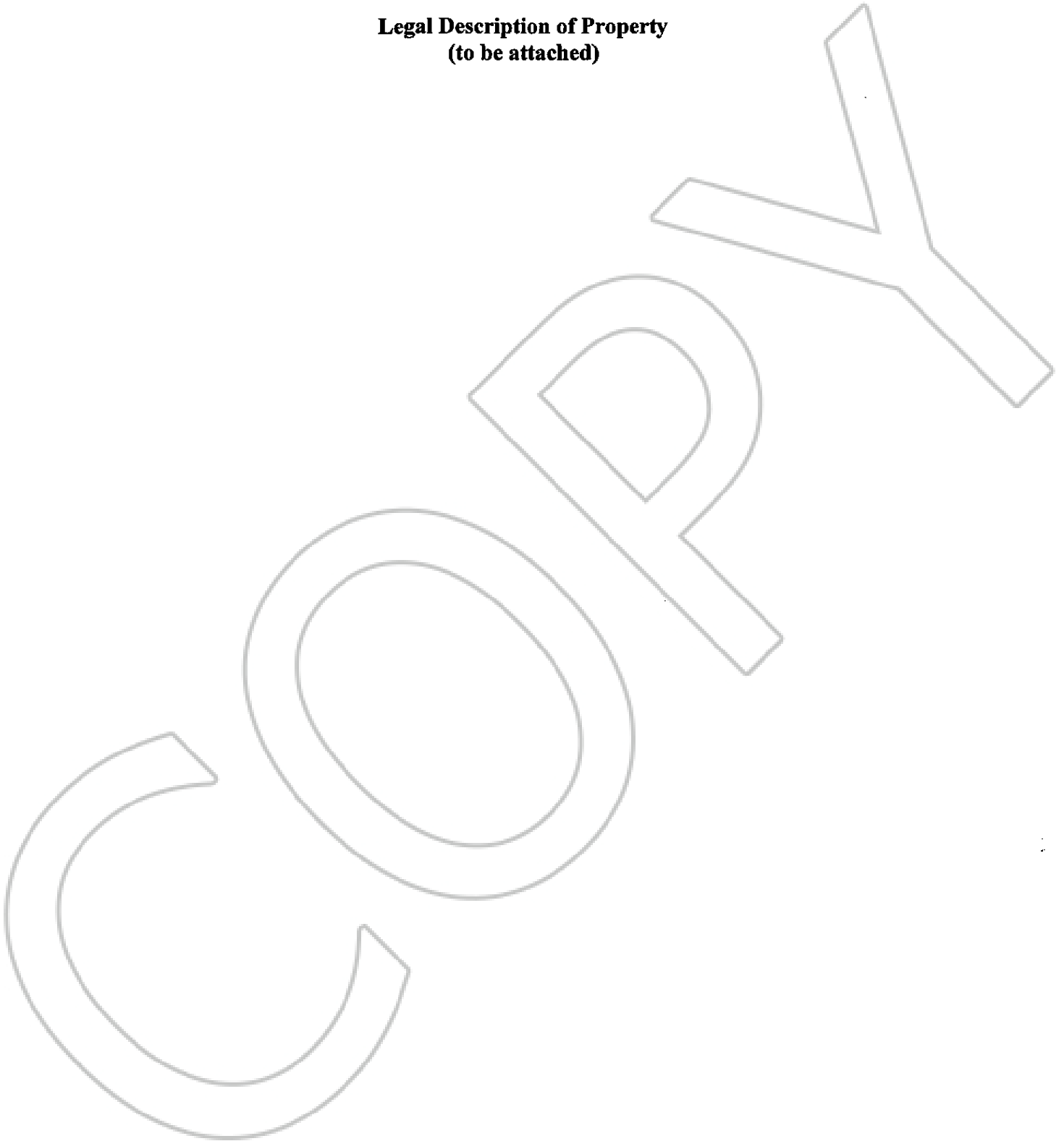


Signer is Representing: _____



Exhibit A to Reversionary Right Instrument

**Legal Description of Property
(to be attached)**



PRELIMINARY REPORT
Order No.:09006110 (5th Amended)

Exhibit A

All that land situated in the County of Lincoln, State of Nevada, more particularly described as follows:

Township 11 South, Range 63 East, M.D.M., Lincoln County, Nevada:

All of Section 21, Excepting therefrom all that portion lying Northerly of a line located 100 feet Southerly of and running parallel with the centerline of Kane Springs Road;
All of Section 22, Excepting therefrom all the portion lying Northerly of a line located 100 feet Southerly of and running parallel with the centerline of Kane Springs Road;
All of Section 23;
The West Half (W 1/2) of the Southwest Quarter (SW ¼) of Section 24;
The West Half (W 1/2) of the Northwest Quarter (NW ¼) of Section 25;
All of Section 26;
All of Section 27;
All of Section 28;
The East Half (E ½) of the West Half (W 1/2) of the Northwest Quarter (NW ¼) of Section 33;
The East Half (E ½) of the Northwest Quarter (NW ¼) of Section 33;
The Northeast Quarter (NE ¼) of Section 33;
The Southeast Quarter (SE ¼) of Section 33;
The East Half (E ½) of the East Half (E ½) of the Southwest Quarter (SW ¼) of Section 33;
All of Section 34;
All of Section 35;

Township 12 South, Range 63 East, M.D.M., Lincoln County, Nevada:

The West Half (W 1/2) of Section 2;
All of Section 3;
The Northeast Quarter (NE ¼) of Section 4;
The East Half (E ½) of the Southeast Quarter (SE ¼) of Section 4;
The East Half (E ½) of the West Half (W 1/2) of the Southeast Quarter (SE ¼) of Section 4;
All of Section 10;
The West Half (W 1/2) of Section 11;
The West Half (W 1/2) of the Northwest Quarter (NW ¼) of Section 14;
The Northeast Quarter (NE ¼) of the Northwest Quarter (NW ¼) of Section 14;
The North Half (N ½) of the Southeast Quarter (SE ¼) of the Northwest Quarter (NW ¼) of Section 14;
The Southwest Quarter (SW ¼) of the Southeast Quarter (SE ¼) of the Northwest Quarter (NW ¼) of Section 14;
The North Half (N ½) of the Northwest Quarter (NW ¼) of the Southwest Quarter (SW ¼) of Section 14;
The Southwest Quarter (SW ¼) of the Northwest Quarter (NW ¼) of the Southwest Quarter (SW ¼) of Section 14;
The West Half (W 1/2) of the Northwest Quarter (NW ¼) of the Southwest Quarter (SW ¼) of the Southwest Quarter (SW ¼) of Section 14;
The Northwest Quarter (NW ¼) of Section 15;
The East Half (E ½) of Section 15;
The Northeast Quarter (NE ¼) of the Southwest Quarter (SW ¼) of Section 15;
The Northeast Quarter (NE ¼) of the Southeast Quarter (SE ¼) of the Southwest Quarter (SW ¼) of Section 15.