

9

MONTGOMERY COUNTY, MD

APPROVED BY bb

SEP 19 2022

\$ 66,550.<sup>00</sup> RECORDATION TAX PAID  
\$ 51,000- TRANSFER TAX PAID

Tax Identification Nos.: 03-03305558; 03-03307103; 03-03305536

RECORDING REQUESTED BY  
AND WHEN RECORDED, RETURN TO:

Fidelity National Title Insurance Company  
Attn: Erika Kuver  
485 Lexington Avenue, 18th Floor  
New York, NY 10017

Space Above this Line for the Clerk of the Circuit Court's Use

**SPECIAL WARRANTY DEED**

This **SPECIAL WARRANTY DEED** is made and entered into this 8th day of September, 2022, by and between **DICKERSON INFRA DEVELOPMENT, LLC**, a Delaware limited liability company, registered to do business in the State of Maryland, and **LANYARD POWER HOLDINGS, LLC**, a Delaware limited liability company, formerly known as GenOn Mid-Atlantic, LLC, a Delaware limited liability company, registered to do business in the State of Maryland, parties of the first party (collectively, "Grantor") and **TERRA ENERGY, LLC**, a Maryland limited liability company, party of the second part ("Grantee").

**WITNESSETH -**

**THAT IN CONSIDERATION** of the sum of **FIVE MILLION ONE HUNDRED THOUSAND AND 00/100 DOLLARS (\$5,100,000.00)**, cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the said Grantor, Dickerson Infra Development, LLC, a Delaware limited liability company, and Lanyard

MONTGOMERY COUNTY CIRCUIT COURT (Land Records) KAB 66269, p. 0053, MSA\_CE63\_66226. Date available 09/22/2022. Printed 11/13/2023.

25500,  
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CT

Power Holdings, LLC, a Delaware limited liability company, hereby grant and convey unto the said Grantee, Terra Energy, LLC, a Maryland limited liability company, its successors and assigns, all those certain tracts or parcels of real estate, together with all buildings, improvements, rights-of-way or use, easements, privileges, appurtenances, and advantages belonging or in any way appertaining to such real estate, situate in **Election District 03, County of Montgomery, State of Maryland**, and being known and distinguished as follows:

**PARCEL ONE:****Tax Identification No.: 03-03305558**

BEING KNOWN AND DESIGNATED as Lot 3 as set forth on that certain plat entitled "Subdivision Record Plat, lots 1 through 3, Dickerson", recorded on June 29, 2000 as Plat No. 21493 among the official land records of Montgomery County, Maryland.

**PARCEL TWO:****Tax Identification No.: 03-03307103**

BEING KNOWN AND DESIGNATED as Lot 8 as shown on the Plat entitled "Lots 8 and 9, DICKERSON (being a resubdivision of Lot 1, Dickerson)", which Plats are recorded among the Land Records of Montgomery County, as Plat Nos. 25694-25698.

This conveyance is made less and except, and the said Grantor Dickerson Infra Development, LLC, a Delaware limited liability company, expressly reserves unto itself, that certain Black Start Unit DICT located on Lot 8, as such Unit is more particularly identified in that certain Easement and Agreement dated June 29, 2021 by and between Dickerson Power, LLC, a Delaware limited liability company, and Dickerson Infra Development, LLC, a Delaware limited liability company, and recorded among the Land Records of Montgomery County, Maryland in Liber 65178, folio 365.

**PARCEL THREE:****Tax Identification No.: 03-03305536**

BEING KNOWN AND DESIGNATED as Lot 7 as set forth on that certain plat entitled "Subdivision Record Plat, Lot 7, Dickerson", recorded June 29, 2000 at Plat No. 21495 among the official Land Records of Montgomery County, Maryland.

**AND BEING** the same tracts or parcels of real estate conveyed to Dickerson Infra Development, LLC, a Delaware limited liability company, from Lanyard Power Holdings, LLC, a Delaware limited liability company, by that certain Deed and Deed of Easement, dated June 29, 2021, and recorded among the Land Records of Montgomery County, Maryland in Liber 65178, folio 351. Lanyard Power Holdings, LLC, a Delaware limited liability company, hereby joins in this Special Warranty Deed to convey all of its right, title, and interest in and to the coal Units at Dickerson Station as reserved by the said Lanyard Power Holdings, LLC unto itself pursuant to the foregoing Deed and Deed of Easement.

**TOGETHER WITH** the beneficial easements set forth in Easement and Agreement dated June 29, 2021 by and between Dickerson Power, LLC, a Delaware limited liability company, and Dickerson Infra Development, LLC, a Delaware limited liability company, and recorded among the Land Records of Montgomery County, Maryland in Liber 65178, folio 365.

**SUBJECT TO AND TOGETHER WITH** all rights, reservations, restrictions, covenants, conditions, easements, and rights-of-way of record, to the extent the same are valid and in effect, and by their terms affect title to the real estate conveyed herein.

**TO HAVE AND TO HOLD** the said tracts or parcels of real estate and premises above described and mentioned, and hereby intended to be conveyed, together with the rights, privileges, appurtenances, and advantages thereto belonging or appertaining unto and to the proper use and benefit of the said Grantee, Terra Energy, LLC, a Maryland limited liability company, its successors and assigns, as the sole owner, in fee simple.

**AND** the said Grantor hereby covenants that it will warrant specially the property hereby conveyed; and that it will execute such further assurances of the same as may be requisite.

AND the said Grantor hereby certifies that it is a resident entity under Section 10-912(a)(4)(ii) of the Tax – General Article of the Annotated Code of Maryland and hereby claims exemption under Section 10-912(d)(1) from the tax withholding requirements set forth therein.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be properly executed and sealed as of the date first written hereinabove.

*[Remainder of Page Intentionally Blank –*

*Signatures and Acknowledgements Begin on Following Page]*

**SPECIAL WARRANTY DEED**

(Signature Pages)


**DICKERSON INFRA DEVELOPMENT, LLC,**  
a Delaware limited liability company

By:  (SEAL)  
Name: Jonathan Sacks  
Title: Vice President

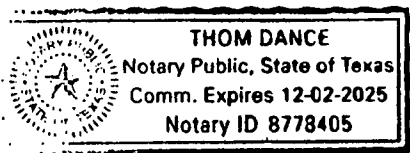
STATE/Commonwealth of TEXAS  
CITY/COUNTY OF DALLAS, TO-WIT:

I, THOM DANCE, a Notary Public in and for said City/County and State/Commonwealth, hereby certify that JONATHAN SACKS, the VICE PRESIDENT of Dickerson Infra Development, LLC, a Delaware limited liability company, whose name is signed to the foregoing instrument, has this day acknowledged the same before me in said City/County and State/Commonwealth to be the act and deed of said limited liability company.

Given under my hand this 29 day of AUGUST, 2022.

  
Signature of Notarial Officer

My commission expires: 12-02-2025  
(Stamp or Seal)



**SPECIAL WARRANTY DEED**

(Signature Pages)


**LANYARD POWER HOLDINGS, LLC,**  
a Delaware limited liability company

By:  (SEAL)  
Name: Jonathan Sacks  
Title: Vice President

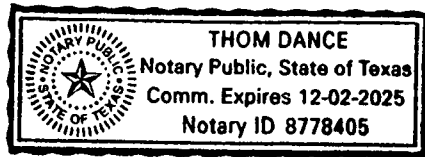
STATE/Commonwealth of TEXAS  
CITY/COUNTY OF DALLAS, TO-WIT:

I, THOM DANCE, a Notary Public in and for said City/County and State/Commonwealth, hereby certify that JONATHAN SACKS, the VICE PRESIDENT of Lanyard Power Holdings, LLC, a Delaware limited liability company, whose name is signed to the foregoing instrument, has this day acknowledged the same before me in said City/County and State/Commonwealth to be the act and deed of said limited liability company.

Given under my hand this 29 day of AUGUST, 2022.

  
Signature of Notarial Officer

My commission expires: 12-02-2025  
(Stamp or Seal)



**ATTORNEY CERTIFICATION**

The undersigned hereby certifies that I am an Attorney duly admitted to practice before the Court of Appeals of the State of Maryland, and that the within instrument was prepared under my supervision.



---

Kelsey Swaim Miller, Esq.  
Attorney Identification No. 1512160304

MARYLAND FORM WH-AR

Certification of Exemption from Withholding Upon Disposition of Maryland Real Estate Affidavit of Residence or Principal Residence

2022

Based on the certification below, Transferor claims exemption from the tax withholding requirements of §10-912 of the Tax-General Article, Annotated Code of Maryland. Section 10-912 provides that certain tax payments must be withheld and paid when a deed or other instrument that effects a change

in ownership of real property is presented for recordation. The requirements of §10-912 do not apply when a transferor provides a certification of Maryland residence or certification that the transferred property is the transferor's principal residence.

1. Transferor Information

Name of Transferor Dickerson Infra Development, LLC

2. Description of Property (Street address. If no address is available, include county, district, subdistrict and lot numbers).

Montgomery County, Poolesville (3rd) Election District Lots 3, 7, and 8

3. Reasons for Exemption

Resident Status [ ] As of the date this form is signed, I, Transferor, am a resident of the State of Maryland.

[X] Transferor is a resident entity as defined in Code of Maryland Regulations (COMAR)03.04.12.02B(11), I am an agent of Transferor, and I have authority to sign this document on Transferor's behalf.

Principal Residence [ ] Although I am no longer a resident of the State of Maryland, the Property is my principal residence as defined in IRC 121 (principal residence for 2 (two) of the last 5 (five) years) and is currently recorded as such with the State Department of Assessments and Taxation.

Under penalty of perjury, I certify that I have examined this declaration and that, to the best of my knowledge, it is true, correct, and complete.

3a. Individual Transferors

Witness

Name \*\*Date

Signature

3b. Entity Transferors

Witness/Attest [Signature] JILL KEELEY

Name of Entity Dickerson Infra Development, LLC

By [Signature]

Name Jonathan Seeks \*\*Date 9-8-22

Title Vice President

\*\* Form must be dated to be valid.

Note: Form is only valid if it was executed on the date the Property was transferred and is properly recorded with the Clerk of the Court.

To the Clerk of the Court: Only an un-altered Form WH-AR should be considered a valid certification for purposes of Section 10-912.

MONTGOMERY COUNTY CIRCUIT COURT (Land Records) KAB 66269, p. 0060, MSA\_CE63\_66226. Date available 09/22/2022. Printed 11/13/2023.



MARYLAND FORM WH-AR

Certification of Exemption from Withholding Upon Disposition of Maryland Real Estate Affidavit of Residence or Principal Residence

2022

Based on the certification below, Transferor claims exemption from the tax withholding requirements of §10-912 of the Tax-General Article, Annotated Code of Maryland. Section 10-912 provides that certain tax payments must be withheld and paid when a deed or other instrument that effects a change

in ownership of real property is presented for recordation. The requirements of §10-912 do not apply when a transferor provides a certification of Maryland residence or certification that the transferred property is the transferor's principal residence.

1. Transferor Information

Name of Transferor Lanyard Power Holdings, LLC

2. Description of Property (Street address. If no address is available, include county, district, subdistrict and lot numbers).

Montgomery County, Poolesville (2nd) Election District Lots 3, 7, and 8

3. Reasons for Exemption

Resident Status [ ] As of the date this form is signed, I, Transferor, am a resident of the State of Maryland. [X] Transferor is a resident entity as defined in Code of Maryland Regulations (COMAR)03.04.12.02B(11), I am an agent of Transferor, and I have authority to sign this document on Transferor's behalf.

Principal Residence [ ] Although I am no longer a resident of the State of Maryland, the Property is my principal residence as defined in IRC 121 (principal residence for 2 (two) of the last 5 (five) years) and is currently recorded as such with the State Department of Assessments and Taxation.

Under penalty of perjury, I certify that I have examined this declaration and that, to the best of my knowledge, it is true, correct, and complete.

3a. Individual Transferors

Witness Name \*\*Date Signature

3b. Entity Transferors

Witness/Attest JILL KEELEY

Name of Entity Lanyard Power Holdings, LLC By Jonathan Sacks 9-8-22 Vice President

\*\* Form must be dated to be valid. Note: Form is only valid if it was executed on the date the Property was transferred and is properly recorded with the Clerk of the Court. To the Clerk of the Court: Only an un-altered Form WH-AR should be considered a valid certification for purposes of Section 10-912.

MONTGOMERY COUNTY CIRCUIT COURT (Land Records) KAB 66269, p. 0061, MSA\_CE63\_66226. Date available 09/22/2022. Printed 11/13/2023.

Baltimore City  County: Montgomery

Information provided is for the use of the Clerk's Office, State Department of Assessments and Taxation, and County Finance Office only.

(Type or Print in Black Ink Only - All Copies Must Be Legible)

Space Reserved for Circuit Court Clerk Recording Validity

<b>Type(s) of Instruments</b>	<input type="checkbox"/> Check Box If Addendum Intake Form is Attached. <input checked="" type="checkbox"/> [ 2 ] Deed <input type="checkbox"/> [ ] Mortgage <input checked="" type="checkbox"/> [ 1 ] Other: Amendment to Esmt <input checked="" type="checkbox"/> [ 3 ] Deed of Trust <input type="checkbox"/> [ ] Lease <input type="checkbox"/> [ ] Other: Financing Statement						
<b>Conveyance Type (Check Box)</b>	<input type="checkbox"/> Improved Sale Arms-Length [1] <input type="checkbox"/> Unimproved Sale Arms-Length [2] <input type="checkbox"/> Multiple Accounts Arms-Length [3] <input type="checkbox"/> Not an Arms-Length Sale [9]						
<b>Tax Exemptions (if Applicable) Cite or Explain Authority</b>	<b>Recordation</b>						
	<b>State Transfer</b>						
	<b>County Transfer</b>						
<b>Consideration and Tax Calculations</b>	<b>Consideration Amount</b>			<b>Transfer and Recordation Tax Consideration</b>			
	Purchase Price/Consideration	5,100,000.00		Transfer Tax Consideration			
	Any New Mortgage			X (      ) % =			
	Balance of Existing Mortgage			Less Exemption Amount -			
	Other:			Total Transfer Tax =			
	Other:			Recordation Tax Consideration			
	Full Cash Value			X (      ) per \$500 =			
				TOTAL DUE			
<b>Fees</b>	<b>Amount of Fees</b>		<b>Doc.1</b>		<b>Doc. 2</b>		
	Recording Charge	20.00		20.00		Agent:	
	Surcharge	40.00		40.00		Tax Bill:	
	State Recordation Tax			66,550.00		C.B. Credit:	
	State Transfer Tax			25,500.00		Ag. Tax/Other:	
	County Transfer Tax			51,000.00			
	Other						
	Other						
<b>Description of Property</b> SDAT requires submission of all applicable information. A maximum of 40 characters will be indexed in accordance with the priority cited in Real Property Article Section 3-104(g)(3)(i).	<b>District</b>	<b>Tax ID Number</b>		<b>Grantor Liber/Folio</b>	<b>Map</b>	<b>Parcel No.</b>	
	03	03305558; 03307103 and 03305536 (Developer's Real Property)*		65178/351			
	<b>Subdivision Name</b>			<b>Lot 3(a)</b>	<b>Block(3b)</b>	<b>Sect/AR(3c)</b>	<b>Plat Ref.</b>
	Dickerson			3, 8, and 7			21493 25694- 25698 21495
	<b>Location / Address of Property Being Conveyed (2)</b>						
	<b>Other Property Identifiers (if applicable)</b>						
	*03852391 - Generator's Real Property - For Easement Agreement						<b>Water Meter Account No.</b>
	<b>Residential</b> <input type="checkbox"/> or <b>Non-Residential</b> <input checked="" type="checkbox"/>		<b>Fee simple</b> <input checked="" type="checkbox"/> or <b>Ground Rent</b> <input type="checkbox"/>		<b>Amount:</b>		
	<b>Partial Conveyance?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		<b>Description/Amt. of SqFt/Acreage Transferred:</b>				
	If Partial Conveyance, List Improvements Conveyed:						
<b>Transferred From</b>	<b>Doc.1 - Grantor(s) Name(s)</b>			<b>Doc. 2 - Grantor(s) Name(s)</b>			
	DICKERSON INFRA DEVELOPMENT, LLC			DICKERSON INFRA DEVELOPMENT, LLC LANYARD POWER HOLDINGS, LLC			
	<b>Doc. 1 Owner(s) of Record, if different from Grantor(s)</b>			<b>Doc. 2 Owner(s) of Record, if different from Grantor(s)</b>			
<b>Transferred To</b>	<b>Doc. 1 - Grantee(s) Name(s)</b>			<b>Doc. 2 - Grantee(s) Name(s)</b>			
	DICKERSON POWER, LLC			TERRA ENERGY, LLC			
	<b>New Owner's (Grantee) Mailing Address</b>						
13409 Straw Bale Lane, Darnestown, Maryland 20878							
<b>Other Names to be Indexed</b>	<b>Doc. 1 - Additional Names to be Indexed (Optional)</b>			<b>Doc. 2-Additional Names to be Indexed (Optional)</b>			
<b>Contact/Mail Information</b>	<b>Instrument Submitted By or Contact Person</b>					<input checked="" type="checkbox"/> Return to Contact Person	
	Name: Robin Cavey					<input type="checkbox"/> Hold for Pickup	
	Firm: Fidelity National Title Insurance Company						
	Address: 1 South Street, Suite 1250, Baltimore, MD 21202					<input checked="" type="checkbox"/> Return Address Provided	
Phone: 410-230-9568 - Cell 410-598-1119					File No. 202200302MD		
<b>IMPORTANT: BOTH THE ORIGINAL DEED AND A PHOTOCOPY MUST ACCOMPANY EACH TRANSFER</b>							
<b>Assessment Information</b>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Will the property being conveyed be the grantee's principal residence?				
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Does transfer include personal property? If yes, identify:				
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Was property surveyed? If yes, attach copy of survey (if recorded, no copy required).				
<b>Assessment Use Only - Do Not Write Below This Line</b>							
<input type="checkbox"/> Terminal Verification		<input type="checkbox"/> Agricultural Verification		<input type="checkbox"/> Whole		<input type="checkbox"/> Part	
<input type="checkbox"/> Tran. Process Verification							
Transfer Number:		Date Received:		Deed Reference:		Assigned Property No.:	
Year	20	20	Geo.	Map	Sub	Block	
Land			Zoning	Grid	Plat	Lot	
Buildings			Use	Parcel	Section	Occ.Cd.	
Total			Town Cd.	Ex.St.	Ex.Cd.		
<b>REMARKS:</b>							

MONTGOMERY COUNTY CIRCUIT COURT (Land Records) KAB-66269, p. 0062, MSA-CE63-66226, Date available 09/22/2022, Printed 11/13/2023.

State of Maryland Land Instrument Intake Sheet

Baltimore City  County:

The addendum form should be used when one transaction involves more than two instruments.  
Each instrument should be itemized in accordance with Section No. 1 of the Intake Sheet.

(Type or Print in Black Ink Only - All Copies Must Be Legible)

	Amount of Fees	Doc. 3	Doc. 4	Doc. 5	Doc. 6
(Continued) Fees	Recording Charge	20.00			
	Surcharge	40.00			
	State Recordation Tax				
	State Transfer Tax				
	County Transfer Tax				
	Other				
	Other				
(Continued) Transferred From	Doc. 3 - Grantor(s) Name(s)		Doc. 4 - Grantor(s) Name(s)		
	Terra Energy, LLC				
	Doc. 5 - Grantor(s) Name(s)		Doc. 6 - Grantor(s) Name(s)		
	Doc. 3 - Owner(s) of Record, if Different from Grantor(s)		Doc. 4 - Owner(s) of Record, if Different from Grantor(s)		
(Continued) Transferred To	Doc. 3 - Grantee(s) Name(s)		Doc. 4 - Grantee(s) Name(s)		
	United Bank				
	Doc. 5 - Grantee(s) Name(s)		Doc. 6 - Grantee(s) Name(s)		
(Continued) Other Names to be Indexed	Doc. 3 - Additional Names to be Indexed (Optional)		Doc. 4 - Additional Names to be Indexed (Optional)		
	Doc. 5 - Additional Names to be Indexed (Optional)		Doc. 6 - Additional Names to be Indexed (Optional)		
Special Instructions	Special Recording Instructions (if any)				

MONTGOMERY COUNTY CIRCUIT COURT (Land Records) KAB 66269, p. 0063, MSA-GE63-66226-09/22/2022. Printed 11/13/2023.

LR - Deed (w Taxes)  
Recording only ST 20.00  
Name: TERRA ENERGY LLC  
Ref:  
LR - Deed (with Taxes)  
Surcharge 40.00  
LR - Deed State  
Transfer Tax 25,500.00  
LR - NR Tax - 1kd 0.00  
=====

SubTotal:	25,560.00
=====	
Total:	25,680.00

09/20/2022 08:41  
CC15-C6  
#16623883 CC0602 -  
Montgomery  
County/CC06.02.06 -  
Register 06



**DOCUMENT VALIDATION PAGE  
FOR CLERK'S USE ONLY  
(EXCLUDED FROM PAGE COUNT FOR CERTIFIED COPY)**

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**KAREN A. BUSHELL**  
Clerk of the Circuit Court for Montgomery County  
50 Maryland Avenue  
Rockville, Maryland 20850  
Recording and Licensing  
(240) 777-9470