



United States Department of the Interior

BUREAU OF OCEAN ENERGY MANAGEMENT

WASHINGTON, DC 20240-0001

DEC 21 2016

NOTICE

Assignor:
Bluewater Wind Delaware LLC
c/o NRG Energy, Inc.
211 Carnegie Center
Princeton, New Jersey 08540

Assignee:
GSOE I, LLC
56 Exchange Terrace, Suite 300
Providence, Rhode Island 02903

: Lease Number: OCS-A 0482
: Assignment Filed: December 6, 2016
: Assignment Effective: December 20, 2016
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Assignment of Lease Approved

Please find enclosed a copy of the above-referenced Outer Continental Shelf (OCS) Assignment of Record Title Interest in Federal OCS Renewable Energy Lease affecting lease OCS-A 0482. The Assignee must comply with all terms and conditions of the lease and the regulations in 30 C.F.R. Part 585.

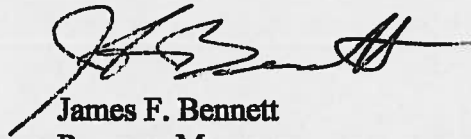
Bureau of Ocean Energy Management records reflect the following ownership, including all right, title, and interest, of the subject lease:

GSOE I, LLC – 100%

GSOE I, LLC has designated the representatives identified below to update the Lessee Contact Information included in Addendum "A" of lease OCS-A 0482.

	Lease Representative	Operations Representative
Name	David Hang	Aileen Kenney
Title	Vice President	Vice President
Address	Garden State Offshore Energy c/o Deepwater Wind, 56 Exchange Terrace, Suite 300, Providence, Rhode Island 02903	Garden State Offshore Energy c/o Deepwater Wind, 56 Exchange Terrace, Suite 300, Providence, Rhode Island 02903
Phone	(212) 478-0451	(401) 648-0607
Fax	(401) 228-8004	(401) 228-8004
Email	david.hang@deshaw.com	akenney@dwwind.com

For further information regarding this notice, please contact the Ms. Gina Best at (703) 787-1341 or gina.best@boem.gov.



James F. Bennett
Program Manager
Office of Renewable Energy Programs

Enclosure

RECEIVED

DEC - 6 2016

OCS-A 0482

**ASSIGNMENT OF RECORD TITLE INTEREST IN
FEDERAL OCS RENEWABLE ENERGY LEASE**

Office of Renewable
Energy Programs

Lease No.

December 1, 2012

Lease Effective Date

Starling, VA

BOEM Regional Office

Part A: Assignment

This assignment is made with respect to the block(s) and/or aliquot part(s) described in Exhibit "A" attached hereto and made a part hereof.

Assignor(s) does hereby sell, assign, transfer and convey unto Assignee(s) the following undivided right, title and interest:

Assignor(s):

Company Name: Bluewater Wind Delaware LLC
Company Number: 15000

Percentage Interest Conveyed
100%

Assignee(s):

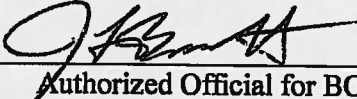
Company Name: GSOE I, LLC
Company Number: 15009

Percentage Interest Received
100%

Exhibit "B," which sets forth other provisions between Assignor(s) and Assignee(s), is attached to and made a part of this assignment.

For BOEM Use only – Do Not Type Below This Line

This Assignment of Record Title Interest has been filed as of the date stamped on this document and hereby approved by the Bureau of Ocean Energy Management on the date below.

By 
Authorized Official for BOEM

Program Manager, Office
of Renewable Energy Programs
Title

DEC 20 2016

Approval Date

Paperwork Reduction Act of 1995 (PRA) Statement: The PRA (44 U.S.C. 3501 et seq.) requires us to inform you that we collect this information to use in the adjudication process involved in leasing and lease operations. The BOEM uses the information to track ownership of leases in the OCS. Responses are required to obtain or retain a benefit. Release of such data and information is covered under 30 CFR 585.113. An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB Control Number. Public reporting burden of this form is estimated to average 30 minutes per response, including the time for reviewing instructions, gathering and maintaining data, and completing and reviewing the form. Direct comments regarding the burden estimate or any other aspect of this form to the Information Collection Clearance Officer, Bureau of Ocean Energy Management, 45600 Woodland Road, Sterling, Virginia 20166.

Part B – Certification and Acceptance

1. Each Assignor certifies it is the owner of the interest in the above-described lease that is hereby assigned to the Assignee(s) specified above.
2. **DEBARMENT COMPLIANCE:** Assignee shall comply with the Department of the Interior's nonprocurement debarment and suspension regulations as required by Subpart B of 2 CFR Part 1400 and shall communicate the requirement to comply with these regulations to persons with whom it does business related to this interest assignment by including this term in its contracts and transactions.
3. **EQUAL OPPORTUNITY AND AFFIRMATIVE ACTION COMPLIANCE CERTIFICATION:** Assignor(s) and Assignee(s) certify that they are in full compliance with Equal Opportunity Executive Order 11246, as amended, and the implementing regulations at 41 CFR 60-01 – Obligations of Contractors and Subcontractors; and 41 CFR 60-2 – Affirmative Action Programs. These requirements are for the purpose of preventing discrimination against persons on the basis of race, color, religion, sex, or national origin. These regulations have specific performance requirements.
4. Assignee's execution of this assignment constitutes acceptance of all applicable terms, conditions, stipulations and restrictions pertaining to the lease described herein. Applicable terms and conditions include, but are not limited to, an obligation to conduct all operations on the leasehold in accordance with the terms and conditions of the lease, to restore the leased lands upon completion of any operations as described in the lease, and to furnish and maintain bond(s) pursuant to regulations at 30 CFR Part 585. This assignment is subject to the Outer Continental Shelf Lands Act of August 7, 1953, 43 U.S.C. 1331 et seq., as amended (the "Act"), and Assignee(s) is subject to, and shall fully comply with, all applicable regulations now or to be issued under the Act. Notwithstanding any agreement between the Assignor(s) and Assignee(s), the parties' liability to the Bureau of Ocean Energy Management is governed by 30 CFR Part 585.

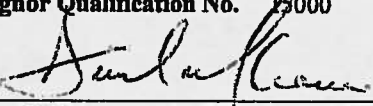
This Assignment of Interest will be made effective between the parties hereto as of _____, upon approval by the Bureau of Ocean Energy Management, United States Department of the Interior.

This instrument may be executed in any number of counterparts, each of which will be deemed an original instrument, but all of which together shall constitute but one and the same instrument provided, however, this instrument and any other counterpart hereof, will not be binding unless and until executed by all of the parties, and will not be accepted by the Bureau of Ocean Energy Management unless all counterparts are filed simultaneously.

I certify that the statements made herein by the undersigned are true, complete and correct to the best of my knowledge and belief and are made in good faith.

Title 18 U.S.C. 1001 makes it a crime for any person knowingly and willfully to make to any Department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Assignor Name: Bluewater Wind Delaware LLC
Assignor Qualification No. 15000

By: 
Signatory Name: Daniel M. Keane
Signatory Title: Vice President

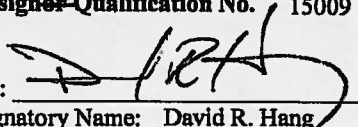
10/28/16
Execution Date

Assignor Name:
Assignor Qualification No.

By: _____
Signatory Name:
Signatory Title:

Execution Date

Assignee Name: GSOE I, LLC
Assignee Qualification No. 15009

By: 
Signatory Name: David R. Hang
Signatory Title: Vice President of Garden State Offshore Energy, LLC,
Manager of GSOE I, LLC

11/28/16
Execution Date

Assignee Name:
Assignor Qualification No.

By: _____
Signatory Name:
Signatory Title:

Execution Date

Attach Notary Acknowledgement (not mandatory)

EXHIBIT "A"

**ASSIGNMENT OF RECORD TITLE INTEREST IN
FEDERAL OCS RENEWABLE ENERGY LEASE**

The Assignment is made with respect to the following described block(s) and/or aliquot part(s) of the lease:

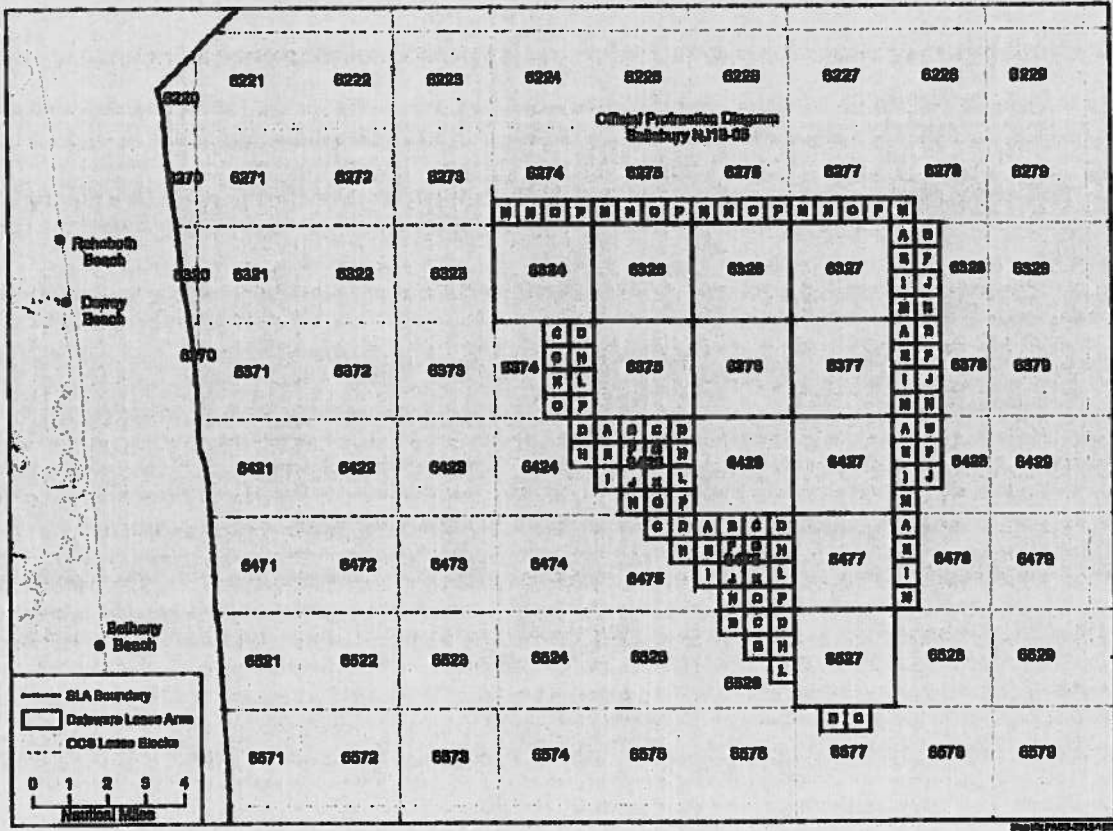
Area Name or Protraction Diagram	Block	Subdivision or Aliquot Part (If entire block, enter "All")
<u>Salisbury NJ18-05</u>	<u>6274</u>	<u>S1/2 of S1/2</u>
<u>Salisbury NJ18-05</u>	<u>6275</u>	<u>S1/2 of S1/2</u>
<u>Salisbury NJ18-05</u>	<u>6276</u>	<u>S1/2 of S1/2</u>
<u>Salisbury NJ18-05</u>	<u>6277</u>	<u>S1/2 of S1/2</u>
<u>Salisbury NJ18-05</u>	<u>6278</u>	<u>SW1/4 of SW1/4</u>
<u>Salisbury NJ18-05</u>	<u>6324</u>	<u>All of block</u>
<u>Salisbury NJ18-05</u>	<u>6325</u>	<u>All of block</u>
<u>Salisbury NJ18-05</u>	<u>6326</u>	<u>All of block</u>
<u>Salisbury NJ18-05</u>	<u>6327</u>	<u>All of block</u>
<u>Salisbury NJ18-05</u>	<u>6328</u>	<u>W1/2</u>
<u>Salisbury NJ18-05</u>	<u>6374</u>	<u>E1/2</u>
<u>Salisbury NJ18-05</u>	<u>6375</u>	<u>All of block</u>
<u>Salisbury NJ18-05</u>	<u>6376</u>	<u>All of block</u>
<u>Salisbury NJ18-05</u>	<u>6377</u>	<u>All of block</u>
<u>Salisbury NJ18-05</u>	<u>6378</u>	<u>W1/2</u>

EXHIBIT "A" , continued

**OUTER CONTINENTAL SHELF (OCS)
RENEWABLE ENERGY
ASSIGNMENT OF GRANT**

The Assignment is made with respect to the following described block(s), aliquot part(s) or segments of the Grant:

Area Name or Protraction Diagram Or ROW Segment No.	Block	Subdivision, Aliquot Part (If entire block, enter "All") NE1/4 of NE1/4, and that portion of SE1/4 of NE1/4 specifically described in the attached OCS block diagram
Salisbury NJ18-05	6424	
Salisbury NJ18-05	6425	N1/2, N1/2 of S1/2, SE1/4 of SW1/4, S1/2 of SE1/4
Salisbury NJ18-05	6426	All of block
Salisbury NJ18-05	6427	All of block
Salisbury NJ18-05	6428	NW1/4, N1/2 of SW1/4, SW1/4 of SW1/4
Salisbury NJ18-05	6475	N1/2 of NE1/4, SE1/4 of NE1/4
Salisbury NJ18-05	6476	N1/2, N1/2 of S1/2, SE1/4 of SW1/4, S1/2 of SE1/4
Salisbury NJ18-05	6477	All of block
Salisbury NJ18-05	6478	W1/2 of W1/2
Salisbury NJ18-05	6526	NE1/4, NE1/4 of NW1/4, NE1/4 of SE1/4
Salisbury NJ18-05	6527	All of block
Salisbury NJ18-05	6577	NW1/4 of NE1/4, NE1/4 of NW1/4



Scale: 1:50,000

**U.S. DEPARTMENT OF THE INTERIOR
BUREAU OF OCEAN ENERGY MANAGEMENT**

Exhibit A

Lease Number OCS-A 0482

MAP OF OPD NJ18-05 BLOCK 6424, THAT PORTION OF SE 1/4 OF NE 1/4

As referenced in ADDENDUM "A"



Protraction: NJ18-05

OCS Block: 6424

Sub Block: SE1/4 of NE1/4

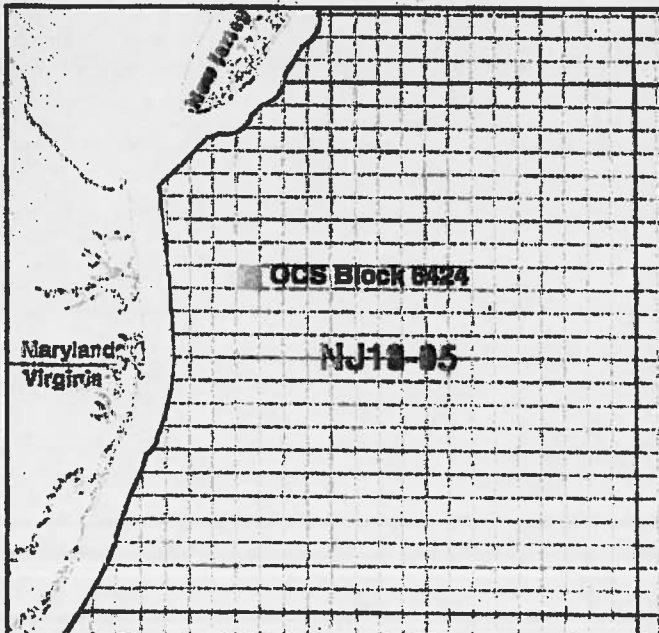
Total Area Acres: 355.21

Total Area Hectares: 143.75

UTM Coordinates (zone 18, NAD83)

Point Number	X (easting)	Y (northing)
1	518000.00	4275600.00
2	519200.00	4275600.00
3	519200.00	4274400.00
4	518065.02	4274400.00
5	518000.00	4274477.56
6	518000.00	4275600.00

Protraction NJ18-05



Block 6424

