



Memorandum of Understanding

1. Introduction

HDM Capital ("HDM") offers short-term solar financing to property owners in the form of Prepaid Power Purchase Agreements ("PPAs") allowing upfront benefits of Federal Investment Tax Credits ("ITC") for qualified property owners. HDM partners with solar installation companies for the installation of the solar and/or battery system.

2. Product

A Prepaid PPA is an agreement to purchase power at a set rate to purchase power upfront with a one-time payment. HDM Capital owns the solar system for a period of time and is obligated to deliver the power. Property owners pay the installer directly for the PPA and can choose to pay with cash or financing. HDM also provides a production guarantee for solar system performance.

HDM will pass ownership of the solar system and all warranties back to the property owner after 6 years of production at zero cost. This is accomplished by allowing the property owner the option to "purchase" the system per the agreement section 8. HDM will send property owners a transfer notice, and they will have the choice to take possession at no additional cost or remain in the agreement (see exhibit A). The "purchase" is a trade for the energy yet delivered against the established fair market value.

Sincerely,

A handwritten signature in cursive script that reads "Jeffrey Hawkinson".

Jeffrey Hawkinson

Founding member



Exhibit A

Transfer Notice

Name:

Date:

Address:

Pursuant to Section 8 of the Prepaid Power Purchase Agreement (“Agreement”) you signed on , we are delivering to you this Transfer Notice. The following is information relevant to your Agreement and this Transfer Notice:

System Start Date:

6th Year Anniversary (“Option Date”):

The projected Remaining Amount under your Agreement is greater than the FMV of the Solar System and HDMC is transferring ownership of the Solar System to you. You do not owe HDMC any additional funds nor does HDMC owe you any funds and effective as of the date of this Transfer Notice, the Agreement will automatically terminate including HDMC’s Obligations to insure, monitor and maintain the Solar System, all workmanship and equipment manufacturer warranties included with the Solar System will automatically be assigned to you and you will own and be fully responsible for the Solar System.

HDMC Transfer Authorization

Name:

Title:

Signature:

Date