

7. If an entity other than Mayflower obtains ownership or successor rights in Mayflower's ICIF, Mayflower will ensure that such other entity as well as Mayflower will be bound by the terms and conditions of this Commitment Agreement.

8. This Commitment Agreement is not intended to, and does not create any rights or obligations in either of the Parties or any other entity except for those explicitly identified herein, nor does this Commitment Agreement affect Mayflower's rights under FERC's regulations at 18 C.F.R. §§ 35.28(d)(2)(ii)(A)-(B) with respect to excess or unused capacity on Mayflower's ICIF. Breach of or default on this Commitment Agreement will not operate to create a breach of or default on either of the PPAs, unless the conduct producing the breach or default of this Commitment Agreement would independently create a breach or default of such PPA.

IN WITNESS WHEREOF, Mayflower has caused this Commitment Agreement to be duly executed on its behalf as of the date first above written.

MAYFLOWER WIND ENERGY LLC

By: _____
Name:
Title: