

EXECUTION VERSION

NON-COMPETE AGREEMENT

This NON-COMPETE AGREEMENT (this "Agreement") is made and entered into as of June 28, 2012, between Otoka Energy Corporation, a Delaware corporation (the "Class A Investor"), Messrs. Michael J. Broin and Robert L. Broin (together with the Class A Investor, "Otoka") and Antrim Corporation, a Massachusetts Corporation ("Antrim").

RECITALS:

A. WHEREAS, Otoka, together with Strategic Energy Concepts, LLC, a own, indirectly through Buena Vista Biomass Development, LLC ("Existing HoldCo"), one hundred percent (100%) of the outstanding equity interests in Buena Vista Biomass Power, LLC (such company, "ProjectCo" and such interests, the "Interests");

B. WHEREAS, Existing HoldCo and Amador Biomass, LLC, a Delaware limited liability company ("New HoldCo") have entered into the Purchase and Sale Agreement dated as of even date herewith (the "PSA") pursuant to which the New HoldCo has, subject to the terms and conditions set out therein, agreed to acquire all of the Interests;

C. WHEREAS, (a) the Class A Investor, Antrim and New HoldCo have entered into the Membership Interest Purchase and Equity Capital Contribution Agreement dated as of even date herewith (the "ECCA") and (b) the Class A Investor and Antrim have entered into the Amended and Restated Limited Liability Company Agreement of Amador Biomass, LLC dated as of even date herewith (the "LLC Agreement", and together with the LLC Agreement and the PSA, the "Interest Acquisition Documents"), in each case, for the purpose, among others, of funding New HoldCo so that it may acquire the Interests; and

D. WHEREAS, Antrim has required Otoka to enter into this Agreement as an inducement to enter into (and to cause New HoldCo to enter into) the Interest Acquisition Documents.

THEREFORE, in consideration of the mutual terms, covenants, agreements and conditions hereinafter set forth, Antrim and Otoka hereby agree as follows:

1. Definitions. Capitalized terms used in this Agreement and not otherwise defined herein shall have the meanings ascribed to them in the ECCA or the LLC Agreement, as applicable. In addition, the following terms shall have the meanings indicated below:

(a) "Competing Project" means any biomass-fired power generation facility of 100MW or less located in CAISO zones NP-15 or ZP-26, or such other CAISO zones as may be designated within the current radius of such zones.

(b) "Competitor" means any person or entity (other than ProjectCo) that is involved in the development, ownership, construction or operation of a biomass-fired power generation facility of 100MW or less located in CAISO zones NP-15 or ZP-26, or such other CAISO zones as may be designated within the current radius of such zones.