AFFIDAVIT REGARDING DISSOLUTION OF ENTITY

STATE OF COLORADO)
) ss.
COUNTY OF _____)

1. I, _____ ("Affiant"), affirm under oath that the following statements are true and correct:

2. Affiant is the Successor of _____ (the "Company") and Affiant is 18 years of age or older.

3. The Company has been dissolved.

4. Affiant agrees to save harmless and indemnify San Miguel Power Association Inc. ("SMPA") and its directors, officers, agents, and employees against and from any and all loss or liability to SMPA, including all claims, demands, costs or expenses, including reasonable attorney's fees, for which SMPA may be deemed to be liable, resulting from or arising out of SMPA's reliance on this Affidavit.

5. The Successor is entitled to the payment of any current and future sums of money due and owing to the Company.

_____
_____, Affiant

Subscribed and sworn to before me on _____, 201__.
My commission expires _____.

_____
Notary Public