

January 27, 2022

**Via Electronic Mail**

Attn: Melanie Bachman, Esq.  
Executive Director and Staff Attorney  
Connecticut Siting Council  
10 Franklin Square  
New Britain, CT 06051

**Re: Notification of Change of Ownership**

Dear Ms. Bachman:

This correspondence is in response to the Connecticut Siting Council's ("CSC") January 25, 2022 letter requesting clarification as to the ownership of the following six solar projects (collectively the "Solar Projects"):

1. Burlington Solar One, LLC ("BSO") – Docket No. 497
2. Torrington Solar One, LLC ("TSO") – Petition No. 1407
3. Watertown Solar One, LLC ("WSO") – Petition No. 1417
4. Bristol Solar One, LLC ("Bristol") – Petition No. 1421
5. Southington Solar One, LLC ("SSO") – Petition No. 1424
6. East Windsor Solar One, LLC ("EWSO") – Petition No. 1426

As provided in previous correspondence, DG Connecticut Solar III, LLC ("DG III"), an affiliate of NextEra Energy Resources, LLC ("NEER"), is now the owner and operator of the Solar Projects and will continue to ensure compliance with the terms, limitations, and conditions contained in each applicable CSC Decision and Order.

For clarification, and as more specifically provided below, a VCP LLC d/b/a Verogy ("Verogy") affiliate sold the membership interests in the six entities above (BSO, TSO, WSO, Bristol, SSO and EWSO) to affiliates of NEER. Per mutual agreement, Verogy, through its affiliate, has continued to provide development and construction support for the Solar Projects after the purchases, including responsibility for filing any Development and Management plan requirements. Therefore, in terms of notification, please continue to include contacts for both DG III (Tim Garcia), as the owner, and Verogy (Lee Hoffman), as the developer and EPC. Once the Solar Projects are complete the main contact will be DG III. DG III will notify the CSC when that occurs for each of the Solar Projects. All bills for the Solar Project should be sent to the DG III contact, Tim Garcia.

On December 3, 2021, the six individual project entities were merged into DG III, with DG III the surviving entity. DG III's most recent notifications to the CSC were intended to advise of that merger and request transfer to DG III since the individual project entities no longer exist. See attached certifications of merger.

The CSC correspondence also specifically requests information related to requirements in each of the Solar Projects' respective CSC Decision and Order. DG III addresses each of these in turn:

DG Connecticut Solar III, LLC

1. **Docket No. 497. Burlington Solar One, LLC Certificate of Environmental Compatibility and Public Need for the construction, maintenance and operation of a 3.5-megawatt AC solar photovoltaic electric generating facility located at Lot 33, Prospect Street, Burlington, Connecticut and associated electrical interconnection.**

On August 13, 2021, an affiliate of Verogy assigned 100% of the membership interests in Burlington Solar One, LLC ("BSO") to DG III. On December 3, 2021, BSO was merged into DG III, with DG III as the surviving entity. Therefore, pursuant to Condition No. 10 of the CSC Certificate and in accordance with Conn. Gen. Stat. §16-50k(b), DG III is requesting transfer of the Certificate to DG III. To DG III's knowledge, DG III is current with payment to the CSC for any annual assessments or invoices and DG III agrees to comply with the terms, limitations and conditions in the Certificate.

2. **Petition No. 1407 -- DG Connecticut Solar II, LLC declaratory ruling, pursuant to Connecticut General Statutes §4-176 and §16-50k, for the proposed construction, maintenance and operation of a 1.975-megawatt AC solar photovoltaic electric generating facility on an approximately 66.4 acre parcel located generally south of East Pearl Road and east of Torrington Street (Route 183) in Torrington, Connecticut and associated electrical interconnection.**

On September 15, 2020, an affiliate of Verogy assigned 100% of the membership interests in Torrington Solar One, LLC ("TSO") to DG Connecticut Solar II, LLC. On May 25, 2021, TSO was assigned to DG III. Finally, on December 3, 2021, TSO was merged into DG III, with DG III as the surviving entity. Therefore, pursuant to Condition No. 10 of the CSC Declaratory Ruling and in accordance with Conn. Gen. Stat. §16-50k(b), DG III is requesting transfer of the Declaratory Ruling to DG III. To DG III's knowledge, DG III is current with payment to the CSC for any annual assessments or invoices and DG III agrees to comply with the terms, limitations and conditions in the Declaratory Ruling.

3. **Petition No. 1417 – DG Connecticut Solar II, LLC declaratory ruling, pursuant to Connecticut General Statutes §4-176 and §16-50k, for the proposed construction, maintenance and operation of a 1.975 megawatt AC solar photovoltaic generating facility located at 669 Platt Road, Watertown, Connecticut, and associated electrical interconnection**

On December 11, 2020, an affiliate of Verogy assigned 100% of the membership interests in Watertown Solar One, LLC ("WSO") to DG Connecticut Solar II, LLC. On May 25, 2021, WSO was assigned to DG III. Finally, on December 3, 2021, WSO was merged into DG III, with DG III as the surviving entity. Therefore, pursuant to Condition No. 6 of the CSC Declaratory Ruling and in accordance with Conn. Gen. Stat. §16-50k(b), DG III is requesting transfer of the Declaratory Ruling to DG III. To DG III's knowledge, DG III is current with payment to the CSC for any annual assessments or invoices and DG III agrees to comply with the terms, limitations and conditions in the Declaratory Ruling.



4. **Petition No. 1421 -- Bristol Solar One, LLC declaratory ruling, pursuant to Connecticut General Statutes §4-176 and §16-50k, for the proposed construction, maintenance and operation of a 3.25 megawatt AC solar photovoltaic generating facility located at 399 Hill Street, Bristol, Connecticut, and associated electrical interconnection.**

On November 16, 2020, an affiliate of Verogy assigned 100% of the membership interests in Bristol Solar One, LLC ("Bristol") to DG Connecticut Solar II, LLC. On May 25, 2021, Bristol was assigned to DG III. Finally, on December 3, 2021, Bristol was merged into DG III, with DG III as the surviving entity. Therefore, pursuant to Condition No. 6 of the CSC Declaratory Ruling and in accordance with Conn. Gen. Stat. §16-50k(b), DG III is requesting transfer of the Declaratory Ruling to DG III. To DG III's knowledge, DG III is current with payment to the CSC for any annual assessments or invoices and DG III agrees to comply with the terms, limitations and conditions in the Declaratory Ruling.

5. **Petition No. 1424 -- DG Connecticut Solar III, LLC declaratory ruling, pursuant to Connecticut General Statutes §4-176 and §16-50k, for the proposed construction, maintenance and operation of a 4.725-megawatt AC solar photovoltaic electric generating facility located at 1012 East Street, Southington, Connecticut, and associated electrical interconnection.**

On July 20, 2021, an affiliate of Verogy assigned 100% of the membership interests in Southington Solar One, LLC ("SSO") to DG III. On December 3, 2021, SSO was merged into DG III with DG III as the surviving entity. Therefore, pursuant to Condition No. 15 of the CSC Decision and Order and in accordance with Conn. Gen. Stat. §16-50k(b), DG III is requesting transfer of the Declaratory Ruling to DG III. To DG III's knowledge, DG III is current with payment to the CSC for any annual assessments or invoices and DG III agrees to comply with the terms, limitations and conditions in the Declaratory Ruling.

6. **Petition No. 1426 -- DG Connecticut Solar III, LLC Declaratory Ruling, pursuant to Connecticut General Statutes §4-176 and §16-50k, for the proposed construction, maintenance and operation of a 4.9-megawatt AC solar photovoltaic electric generating facility located west of the Ellington town boundary at 341 East Road, East Windsor, and associated electrical interconnection**

On May 19, 2021, an affiliate of Verogy assigned 100% of the membership interests in East Windsor Solar One, LLC ("EWSO") to DG III. On December 3, 2021, EWSO was merged into DG III, with DG III as the surviving entity. Therefore, pursuant to Condition No. 8 of the CSC Decision and Order and in accordance with Conn. Gen. Stat. §16-50k(b), DG III is requesting transfer of the Declaratory Ruling to DG III. To DG III's knowledge DG III is current with payment to the CSC for any annual assessments or invoices and DG III agrees to comply with the terms, limitations and conditions in the Declaratory Ruling.

As noted in recent correspondence related to EWSO, DG III is in agreement with the information provided by Verogy's counsel, Mr. Hoffman, on January 21, 2022, and regrets not directly or clearly stating as much previously.

*DG Connecticut Solar III, LLC*  
*Notification of Change of Ownership*

DG III takes these matters seriously and sincerely apologizes for any confusion surrounding the purchase and merger of entities and the current ownership of the Solar Projects, including any perception of a lack of response by DG III. If you have any questions, please contact the undersigned or Tim Garcia.

Thank you for your consideration,



Tracy L. Backer  
Senior Attorney

Electronic Cc:  
Tim Garcia, DG Connecticut Solar III, LLC  
Lee D. Hoffman, Esq., Pullman & Comley, LLP  
Kenneth C. Baldwin, Esq., Robinson & Cole, LLP

Enclosures



## Secretary of the State of Connecticut Acceptance Notice

CORPORATION SERVICE COMPANY  
59 Dogwood Road,  
Wethersfield, CT, 06109 United States

Date: 12/3/2021 1:55:30 PM

**This letter is to confirm the acceptance of the following business filing. This is not a bill:**

Business Name: DG CONNECTICUT SOLAR III, LLC  
Business ALEI: US-CT.BER:2372826  
Type of Request: Certificate of Merger

Work Order Number: W-0000165803      Filing Number: 0010160585

Total Payment: \$110.00      Filing Date & Time: 12/3/2021 1:00:00 PM  
Payment Deducted: \$110.00      Effective Date & Time:

Credit on Account: \$15,133.85

Thank you,

Business Services Division  
165 Capitol Ave, P.O. Box 150470  
Hartford, CT 06115-0470  
PH: 860-509-6002  
[Business.CT.gov](http://Business.CT.gov)

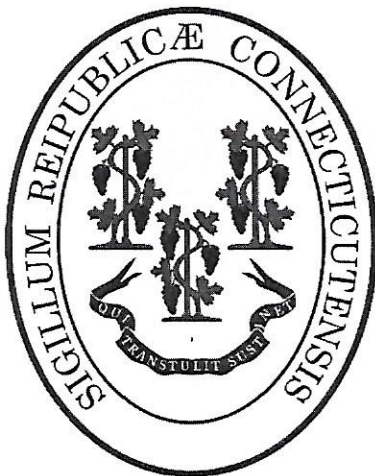
# Secretary of the State of Connecticut

## Denise W. Merrill

I, the Connecticut Secretary of the State, and keeper of the seal thereof, do hereby certify the annexed copy is a true copy of the record indicated below as filed in this office.

### Certified Copy Details

Business Name	DG CONNECTICUT SOLAR III, LLC
Filing Type	Certificate of Merger
Number of Pages	2
Filing Date & Time	12/3/2021



*In testimony whereof, I have hereunto set my hand and caused the Seal of the State of Connecticut to be affixed at the City of Hartford on December 03, 2021.*

A handwritten signature in black ink, reading "Denise W. Merrill".

Denise W. Merrill  
Secretary of the State

Certificate ID: CP-00007195

To verify this certificate, visit: <https://service.ct.gov/business/s/verifycertificate>

Or visit Business.CT.gov, all business services, certificate request, and verify certificate.



**STATE OF CONNECTICUT**

**CERTIFICATE OF MERGER**

Pursuant to the Chapter 616, Section 34-615 of the Connecticut Revised Uniform Limited Liability Company Act ("RULLCA"), the undersigned limited liability companies have executed the following Certificate of Merger:

**FIRST:** The name of the surviving limited liability company is DG Connecticut Solar III, LLC, a Delaware limited liability company (the "Surviving Company").

**SECOND:** The name and jurisdiction of the limited liability companies (collectively, the "Merging Companies") being merged into the Surviving Company are as follows:

Bristol Solar One, LLC, a Connecticut limited liability company  
Torrington Solar One, LLC, a Connecticut limited liability company  
Watertown Solar One, LLC, a Connecticut limited liability company  
Burlington Solar One, LLC, a Connecticut limited liability company  
East Windsor Solar One, LLC, a Connecticut limited liability company  
Southington Solar One, LLC, a Connecticut limited liability company

**THIRD:** The Agreement and Plan of Merger (the "Plan of Merger") has been approved, adopted and executed by the Surviving Company and the Merging Companies in accordance with the governing law of their jurisdictions.


**FOURTH:** The effective date of the merger shall be upon filing.

**FIFTH:** The Plan of Merger is on file at 700 Universe Boulevard, Juno Beach, Florida 33408, the principal place of business of the Surviving Company.


**[SIGNATURE APPEARS ON FOLLOWING PAGE]**

IN WITNESS WHEREOF, the undersigned have executed these Certificate of Merger on this 2<sup>nd</sup> day of December, 2021.

DG CONNECTICUT SOLAR III, LLC  
a Delaware limited liability company

By:   
Matthew G. Ulman, Vice President

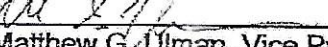
BRISTOL SOLAR ONE, LLC  
a Connecticut limited liability company

By:   
Matthew G. Ulman, Vice President

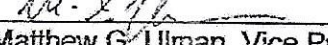
TORRINGTON SOLAR ONE, LLC  
a Connecticut limited liability company

By:   
Matthew G. Ulman, Vice President


WATERTOWN SOLAR ONE, LLC  
a Connecticut limited liability company

By:   
Matthew G. Ulman, Vice President

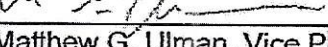
BURLINGTON SOLAR ONE, LLC  
a Connecticut limited liability company

By:   
Matthew G. Ulman, Vice President

EAST WINDSOR SOLAR ONE, LLC  
a Connecticut limited liability company

By:   
Matthew G. Ulman, Vice President

SOUTHINGTON SOLAR ONE, LLC  
a Connecticut limited liability company

By:   
Matthew G. Ulman, Vice President



# Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:*

*"WATERTOWN SOLAR ONE, LLC", A CONNECTICUT LIMITED LIABILITY COMPANY,*

*"EAST WINDSOR SOLAR ONE, LLC", A CONNECTICUT LIMITED LIABILITY COMPANY,*

*"TORRINGTON SOLAR ONE, LLC", A CONNECTICUT LIMITED LIABILITY COMPANY,*

*"SOUTHINGTON SOLAR ONE, LLC", A CONNECTICUT LIMITED LIABILITY COMPANY,*

*"BRISTOL SOLAR ONE, LLC", A CONNECTICUT LIMITED LIABILITY COMPANY,*

*"BURLINGTON SOLAR ONE, LLC", A CONNECTICUT LIMITED LIABILITY COMPANY,*

*WITH AND INTO "DG CONNECTICUT SOLAR III, LLC" UNDER THE NAME OF "DG CONNECTICUT SOLAR III, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,*



  
Jeffrey W. Bullock, Secretary of State

5891621 8100M  
SR# 20213962018

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204867617  
Date: 12-04-21

# Delaware

The First State

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*AS RECEIVED AND FILED IN THIS OFFICE ON THE SECOND DAY OF  
DECEMBER, A.D. 2021, AT 3:58 O`CLOCK P.M.*



  
Jeffrey W. Bullock, Secretary of State

5891621 8100M  
SR# 20213962018

Authentication: 204867617  
Date: 12-04-21

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN LIMITED LIABILITY COMPANIES INTO A  
DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

**First:** The name of the surviving Limited Liability Company is **DG Connecticut Solar III, LLC**, a Delaware limited liability company.

**Second:** The names of the limited liability companies being merged into this surviving limited liability company are as follows:

Bristol Solar One, LLC  
Torrington Solar One, LLC  
Watertown Solar One, LLC  
Burlington Solar One, LLC  
East Windsor Solar One, LLC  
Southington Solar One, LLC

The jurisdiction in which these limited liability companies were formed is **Connecticut**.

**Third:** The Agreement and Plan of Merger (the "Plan of Merger") has been approved, adopted and executed by each of the constituent limited liability companies.

**Fourth:** The name of the surviving limited liability company is **DG Connecticut Solar III, LLC**.


**Fifth:** The effective date of the merger shall be December 2, 2021.

**Sixth:** The Plan of Merger is on file at **700 Universe Boulevard, Juno Beach, Florida 33408**, the principal place of business of the surviving limited liability company.

**Seventh:** A copy of the Plan of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Merger on this 2<sup>nd</sup> day of December, 2021.

**DG CONNECTICUT SOLAR III, LLC**

By:   
Jason B. Pear  
Assistant Secretary