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June 24, 2013

VIA HAND DELIVERY

Robert Stein, Chairman
Connecticut Siting Council
10 Franklin Square
New Britain, CT 06051

RE: Petition of BE 2012 A LLC to the Connecticut Siting Council for a Declaratory Ruling for the Location and Construction of a 400-Kilowatt Fuel Cell Customer-Side Distributed Resource at 26 Washington Street, New London, Connecticut

Dear Chairman Stein:

On behalf of BE 2012 A LLC, and pursuant to Conn. Gen. Stat. §§ 4-176 and 16-50k(a) and Conn. Agencies Regs. § 16-50j-38 *et seq.*, enclosed are an original and fifteen (15) copies of the above-captioned Petition, together with the filing fee of \$625.

In the Petition, BE 2012 A LLC requests the Connecticut Siting Council's approval of the location and construction of an approximately 400-kilowatt (net) Bloom Energy Corporation fuel cell facility, including associated equipment (the "Facility"). The Facility will be located on the site of an AT&T facility at 26 Washington Street, New London, Connecticut (the "Site") within an existing asphalt area, on a precast pad to be installed. The Facility will be approximately 25'-6" long, 7'-8" wide and 6'-9" high. Electricity generated by the Facility will be consumed primarily at the Site, and any excess electricity will be exported to the electric grid. The Facility will be fueled by natural gas.

BE 2012 A LLC was selected by The Connecticut Light and Power Company ("CL&P") as a winning bidder in the "Low and Zero Emissions Renewable Energy Credit Program" established under Sections 107, 108, and 110 of Public Act No. 11-80. As a result of that selection, BE 2012 A LLC has entered into a Standard Contract for the Purchase and Sale of Connecticut Class I Renewable Energy Credits with CL&P, which was approved by the Connecticut Public Utilities Regulatory Authority on February 1, 2013.

Please contact me with any questions concerning this filing.

Very truly yours,

BROWN RUDNICK LLP



Philip M. Small
Attorney for BE 2012 A LLC

**STATE OF CONNECTICUT
CONNECTICUT SITING COUNCIL**

PETITION OF BE 2012 W LLC FOR A : PETITION NO. ____
DECLARATORY RULING FOR THE :
LOCATION AND CONSTRUCTION OF A 400 :
KILOWATT FUEL CELL CUSTOMER-SIDE :
DISTRIBUTED RESOURCE AT 26 :
WASHINGTON STREET, CITY OF NEW :
LONDON, CONNECTICUT. : JUNE 24, 2013

PETITION OF BE 2012 W LLC PROJECT COMPANY] FOR A DECLARATORY RULING

Pursuant to Conn. Gen. Stat. §§ 4-176 and 16-50k(a) and Conn. Agencies Regs. § 16-50j-38 *et seq.*, BE 2012 W LLC requests that the Connecticut Siting Council (“Council”) approve by declaratory ruling the location and construction of its customer-side distributed resources project comprised of an approximately 400-kilowatt (“kW”) (net) Bloom Energy Corporation (“Bloom”) solid oxide fuel cell Energy Server described herein, including associated equipment (the “Facility”), located at an AT&T Facility at 26 Washington Street, New London, Connecticut (the “Site”).

Conn. Gen. Stat. § 16-50k(a) provides that:

Notwithstanding the provisions of this chapter or title 16a, the council shall, in the exercise of its jurisdiction over the siting of generating facilities, approve by declaratory ruling . . . (B) the construction or location of any customer-side distributed resources project or facility . . . with a capacity of not more than sixty-five megawatts, as long as such project meets air and water quality standards of the Department of Energy and Environmental Protection

As discussed fully in this Petition, the Facility will be a fuel cell and a customer-side distributed resources facility under 65 megawatts (“MW”) that complies with the air and water quality standards of the Connecticut Department of Energy and Environmental Protection (“DEEP”). Additionally, the Facility will not have a substantial adverse environmental effect in the State of Connecticut.

I. COMMUNICATIONS

Correspondence and other communication regarding this petition should be directed to the following parties

Philip M. Small
Brown Rudnick LLP
185 Asylum Street, 38th Floor
Hartford, CT 06103
Telephone: (860) 509-6575
Fax: (860) 509-6501
Email: psmall@brownrudnick.com

Charles Fox
Bloom Energy Corporation
P.O. Box 1406
Princeton, NJ 08540
Telephone: (212) 920-7151
Fax: (408) 543-1501
Email: Charles.Fox@bloomenergy.com

Robert L. Streker
Core States Group
58 Mount Bethel Road
Suite 301
Warren, NJ 07059
Telephone: (908) 462-9700
Email: rstreker@core-eng.com

II. DISCUSSION

A. Background

The facility will be a 400kW customer-side distributed resources facility consisting of two 200-kW state-of-the-art Bloom Energy Servers and associated equipment interconnected to the switchgear located in the basement of the AT&T building. See Exhibit 2. Electricity generated by the Facility will be consumed primarily at the Site, and any excess electricity will be exported to the grid. The Facility will be a “customer-side distributed resources” project because it will be “a unit with a rating of not more than sixty-five megawatts [and is located] on the premises of a retail end user within the transmission and distribution system including, but not limited to, fuel cells” Conn. Gen. Stat. § 16-1(a)(40)(A). Further, in its Final Decision in Docket No. 12-02-09 dated September 9, 2012, the Connecticut Public Utilities Regulatory Authority (“PURA”) determined that Bloom’s Energy Server qualifies as a Class I renewable energy source fuel cell as defined in Conn. Gen. Stat. §16 1(a)(26)(A). See Exhibit 3.

BE 2012 W LLC was selected by The Connecticut Light and Power Company (“CL&P”) as winning bidder in United Illuminating Company’s (“UI”) and CL&P’s 2012 joint request for proposals for their “Low and Zero Emissions Renewable Energy Credit Program” established under Sections 107, 108 and 110 of Public Act No. 11-80, *An Act Concerning the Establishment of the Department of Energy and Environmental Protection and Planning for Connecticut’s Energy Future* (codified at Conn. Gen. Stat. §§ 16-244r, 16-244s and 16-244t). As a result of that selection, BE 2012 W LLC has entered into a *Standard Contract for the Purchase and Sale of Connecticut Class I Renewable Energy Credits* (“Standard Contract”) with CL&P, under which BE 2012 W LLC will sell, and CL&P will purchase, Connecticut Class I Renewable Energy Credits generated by the Facility for a 15-year term. The PURA approved BE 2012 W LLC’s selection by CL&P and its Standard Contract on February 1, 2013 in PURA Docket No. 11-12-06.

B. Description of the Site and the Facility

The Site is located within the Central Business District (CBD-2) under the zoning regulations of the City of New London (the “City”). The existing property is developed as industrial, with frontage along Washington Street, Methodist Street and Union Street. The surrounding areas are developed primarily as commercial and industrial uses. Access to the site is from an entrance along Washington Street with a secondary entrance along Methodist Street. The Energy Server will be located along the Washington Street right-of-way and northerly and westerly property lines. A masonry wall would be installed along the right-of-way to reduce visibility and sound levels leaving the site. The wall will be constructed to incorporate the architectural design of the surrounding areas. The Energy Server will be adjacent to the masonry wall. The portions of the Site that will be used for the Facility are shown on Exhibit 2.

Prior to the filing of this petition, AT&T representatives discussed the proposed Facility with the New London, Zoning and Wetlands Enforcement Officer, _Michelle Johnson on April 29, 2013, and subsequent correspondence was sent to Ms. Johnson on April 30, 2013 (Exhibit 4), discussing the proposed Facility and enclosing the Site Plan (Exhibit 2) for the City's review. *On May 10, 2013 Ms. Johnson requested further clarification on the proposed screening for the fuel cell installation. Core States responded that a masonry enclosure was proposed (Exhibit 4).*

The Facility will consist of two Bloom solid oxide fuel cell Energy Server modules, including associated equipment and its electrical interconnection. The dimensions of each Energy Server module is approximately 25'-6" long, 7'-8" wide and 6'-9" high. Each Energy Server module is enclosed and factory-assembled and tested prior to installation on the Site. See Exhibit 5.

The Energy Server will be capable of producing a total of 400-kW of continuous, reliable electric power. The Energy Server will interconnect to the Site's distribution system, will provide a portion of the Site's electrical requirements, and will operate in parallel with the grid. Any electricity generated in excess of the Site's requirement will be exported to the grid. The interconnection to CL&P will be provided from the switchgear located in the basement of the building. At the time of this report, the CL&P interconnection application is currently being prepared.

The Energy Server will be fueled by natural gas supplied by Yankee Gas Company ("Yankee"). The service will be brought to the Energy Server by a new connection from the gas main located along Washington Street. The gas service will be delivered into a new Yankee meter set and the Facility's regulator set prior to entering the Energy Servers.

The Bloom Energy Servers will have extensive hardware, software and operator safety control systems, designed into the system in accordance with ANSI/CSA America FC 1-2004, the American National Standards Institute and Canadian Standards Association standard for Stationary Fuel Cell Power Systems. The facility is remotely monitored by Bloom Energy 24 hours a day, seven days a week. If software or hardware safety circuits detect an unsafe condition, variation in temperature or gas pressure outside of operational parameters, fuel supply is automatically stopped and the system is shut down. Two manual fuel shut-off valves are provided at each installation site, and two normally closed, safety shut-off rated isolation valves are installed within the system. The Facility will be installed in compliance with all applicable building, plumbing, electrical, fire and other codes.

The risk of fire related to the operation of the Energy Servers is very low. In the Bloom fuel cell, natural gas is not burned; it is used in a chemical reaction to generate electricity. The natural gas is digested almost immediately upon entering the unit and is no longer combustible. As stated above, any variation in heat outside of the operational parameters will trigger an automatic shutdown of the energy server.

C. The Facility Complies with DEEP's Air and Water Quality Standards and Will Not Have a Substantial Adverse Environmental Effect

The construction and operation of the Facility will comply with DEEP's air and water quality standards and will not have a substantial adverse environmental effect.

Construction-related impacts will be minimal. The Facility will be located within an existing asphalt area. The construction of the Energy Server will require the installation of precast pads on which the Energy Server and related mechanical equipment will rest. The asphalt will be saw cut and subsurface prepared in accordance with geotechnical recommendations prior to the installation of the precast pads and masonry wall. All utility

trenches will be within paved areas. Saw cutting will be utilized to minimize disturbance and will be restored in-kind.

Conn. Agencies Regs. § 22a-174-42 governing air emissions from new distributed generators exempts fuel cells from air permitting requirements. Accordingly, no permits, registrations or applications are required based on the actual emissions from the Facility. See Conn. Agencies Regs. §§ 22a-174-42(b) and (e). Notwithstanding this exemption, as shown on the following page in Table 1, the Facility meets the Connecticut emissions standards for a new distributed generator. Further, Bloom’s Energy Server has passed the stringent California Air Resources Board Distributed Generation Certification Regulation 2007 Fossil Fuel Emission Standards. See Exhibit 6.

Table 1: Connecticut Emissions Standards for a New Distributed Generator

Compound	Connecticut Emission Standard (lbs/MW-hr)¹	Bloom Energy Server (lbs/MW-hr)
Oxides of Nitrogen (NO _x)	0.15	<0.01
Carbon Monoxide (CO)	1	<0.10
Carbon Dioxide (CO ₂)	1,650	773

With respect to water discharges, the Energy Server is designed to operate without water discharge under normal operating conditions. During construction, appropriate soil erosion prevention techniques will be incorporated around the disturbed areas to minimize erosion. Due to the limited disturbance required for the Facility’s installation, no construction related storm water permits will be required. Further, no additional impervious areas will be added to the Site, and all disturbances will be within paved areas. The location and associated construction of the Energy Servers will not affect the existing drainage patterns or stormwater discharge points.

¹ Conn. Agencies Regs. § 22a-174-42, Table 42-2.

The proposed Facility will be located on a lot that was previously developed and disturbed during construction of the AT&T building. Therefore, the construction and operation of the Facility will not have any adverse effects on either endangered species or historical resources.

The Site is located within New London's historical district. A masonry wall is being proposed to limit visibility of the Energy Servers. The wall finish will be coordinated with the New London Historical District.

Sound levels attributable to the Facility will meet all applicable DEEP and noise limits at all off-site noise receptors. The masonry wall to be constructed along Washington Street will to reduce sound levels leaving the Site.

III. NOTICE

As set forth in Exhibit 7, BE 2012 W LLC has provided notice of this petition to all persons and appropriate municipal officials and governmental agencies to whom notice is required to be given pursuant to Conn. Agencies Regs. § 16-50j-40(a).²

IV. BASIS FOR GRANTING OF THE PETITION

Under Conn. Gen. Stat. § 16-50k(a), the Council is required to approve by declaratory ruling the construction or location of a customer-side distributed resources project or facility with a capacity of not more than 65 MWs, as long as the facility meets DEEP air and water quality standards. The Facility meets each of these criteria. The Facility is a "customer-side distributed resources" project, as defined in Conn. Gen. Stat. § 16-1(a)(40)(A), because the Facility is "a unit with a rating of not more than sixty-five megawatts [and is located] on the

² Conn. Agencies Regs. § 16-50j-40(a) requires that "[p]rior to submitting a petition for a declaratory ruling to the Council, the petitioner shall, where applicable, provide notice to each person other than the petitioner appearing of record as an owner of property which abuts the proposed primary or alternative sites of the proposed facility, each person appearing of record as an owner of the property or properties on which the primary or alternative proposed facility is to be located, and the appropriate municipal officials and government agencies [listed in Section 16-50l of the Connecticut General Statutes]."

premises of a retail end user within the transmission and distribution system including, but not limited to, fuel cells” and as demonstrated herein, will meet DEEP air and water quality standards. In addition, as demonstrated above, the construction and operation of the Facility will not have a substantial adverse environmental effect in the State of Connecticut.

V. CONCLUSION

For the reasons stated above, BE 2012 W LLC respectfully requests that the Council approve the location and construction of the Facility by declaratory ruling.

Respectfully submitted,

BE 2012 W LLC

By: 

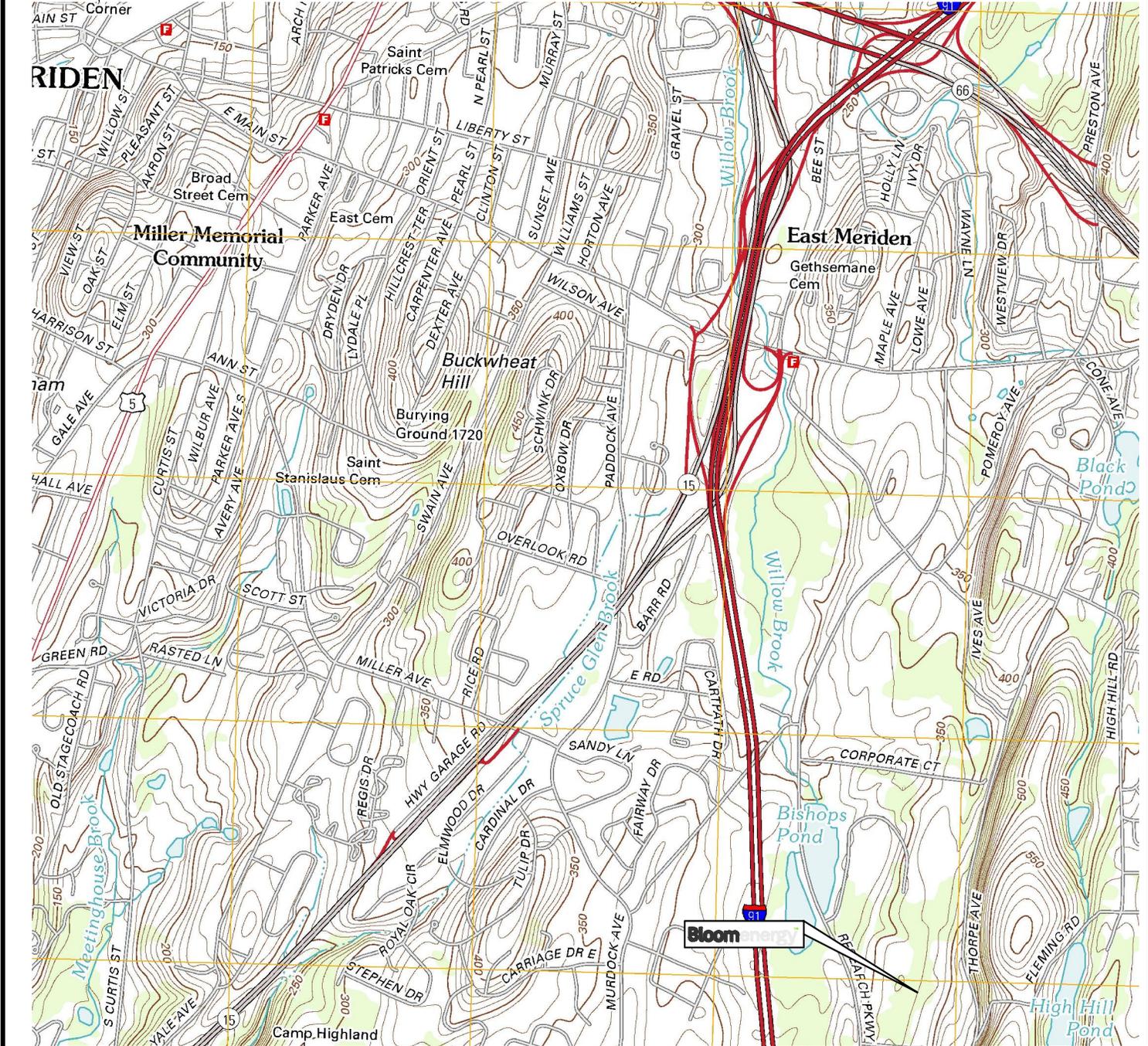
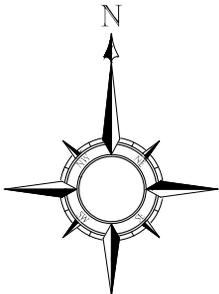
Philip Small
Brown Rudnick LLP
185 Asylum Street, 38th Floor
Hartford, CT 06103
(860) 509-6575 (office)
psmall@brownrudnick.com
Its Attorney

EXHIBITS

- Exhibit 1: Site Location Map
- Exhibit 2: Site Plan
- Exhibit 3: Final Decision, PURA Docket No. 12-02-09, *Petition of Bloom Energy Corporation for a Declaratory Ruling that Its Solid Oxide Fuel Cell Energy Server Will Qualify as a Class I Renewable Energy Source* (Sept. 12, 2012)
- Exhibit 4: Municipal Correspondence
- Exhibit 5: Bloom Energy Server Product Datasheet and General Installation Overview
- Exhibit 6: California Air Resources Board Distributed Generation Certification
- Exhibit 7: Notice Pursuant to Conn. Agencies Regs. § 16-50j-40(a)

61190184 v2-029819/0002

EXHIBIT 1



Job#:	BEC-14588
Scale:	1" ≈ 2,000'
Date:	05/03/2013
Drawn By:	RNP

CORE STATES

GROUP

379 Campus Drive, Ste 150,
Somerset, NJ 08873
tel 732-667-9500 Fax: 732-667-9501
gphillips@core-eng.com

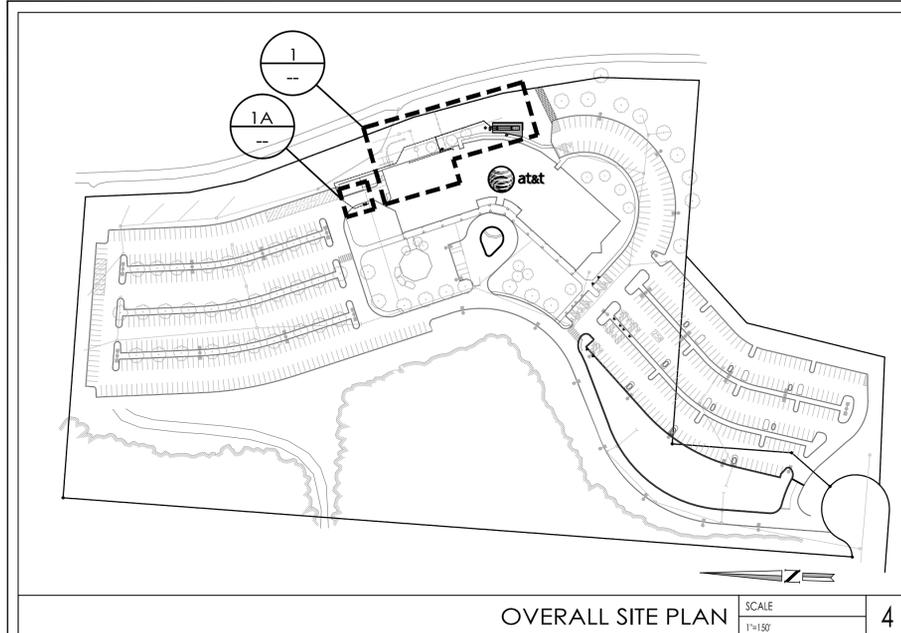
Bloom energy™

1252 Orleans Drive, Sunnyvale CA, 94089
Tel: 408 543 1500 Fax: 408 543 1501

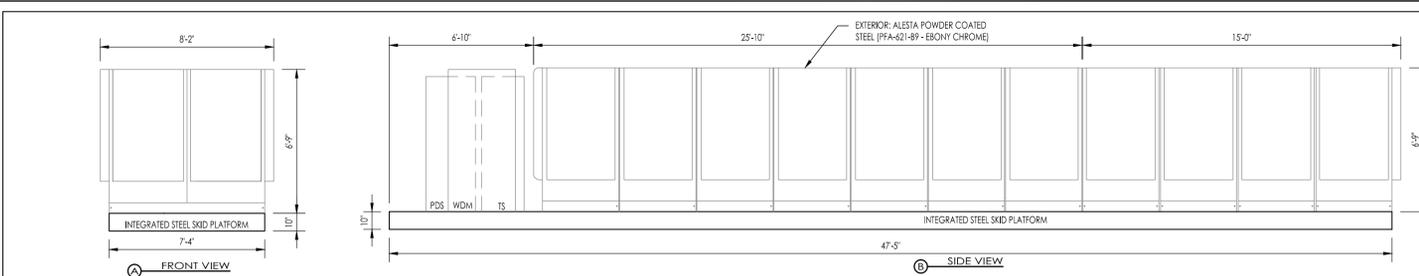
84 Deerfield Lane
Meriden, CT 06450

SITE LOCATION MAP
USGS MAP (MERIDEN QUADRANGLE)

EXHIBIT 2



OVERALL SITE PLAN SCALE 1"=150' 4



TYP. ELEVATION OF BLOOMENERGY ES UNITS SCALE 3"=1'-0" 2

BLOOMENERGY 200KW ISS-L SPECIFICATION

SYSTEM	
Output Power	210 kW
Voltage	480 VAC
Maximum Output Current	252 Amps
Frequency	60 Hz
Total System Weight	39,050 lbs
Weight - Fuel Cell Power Module x 6	5,700 lbs
Weight - Input/Output Module x 1	4,850 lbs
Weight - Steel Platform	5,000 lbs

FUEL REQUIREMENTS	
1" FMPT Pressure	15 (+/- 1) PSIG
Fuel Type	Natural Gas
Max Consumption Rate (60F, 1atm)	2MMBtu/hr

WATER REQUIREMENTS	
1/2" FMPT Flow - Startup	< 0.8 gpm/in
Flow - Continuous	0 gpm/in
Water Discharge	0 gpm/in

ELECTRICAL REQUIREMENTS	
Connection - ISPL DATA	RJ-45 Female
Cable Type	CAT-5e
Speed	70 Mbps/each
Conduit Size	1"
Connection - Heater Tape	120VAC
Cable Type	12/3 AWG
Conduit Size	1"

BLOOMENERGY 100KW ISS-L SPECIFICATION

SYSTEM	
Output Power	105 kW
Voltage	480 VAC
Maximum Output Current	126 Amps
Frequency	60 Hz
Total System Weight	19,525 lbs
Weight - Fuel Cell Power Module x 3	2,850 lbs
Weight - Input/Output Module x 1	2,425 lbs
Weight - Steel Platform	2,500 lbs

FUEL REQUIREMENTS	
1" FMPT Pressure	15 (+/- 1) PSIG
Fuel Type	Natural Gas
Max Consumption Rate (60F, 1atm)	1MMBtu/hr

WATER REQUIREMENTS	
1/2" FMPT Flow - Startup	< 0.8 gpm/in
Flow - Continuous	0 gpm/in
Water Discharge	0 gpm/in

ELECTRICAL REQUIREMENTS	
Connection - ISPL DATA	RJ-45 Female
Cable Type	CAT-5e
Speed	70 Mbps
Conduit Size	1"
Connection - Heater Tape	120VAC
Cable Type	12/3 AWG
Conduit Size	1"

BLOOMENERGY SPECIFICATIONS SCALE NIS 3

RESPONSIBILITY NOTES

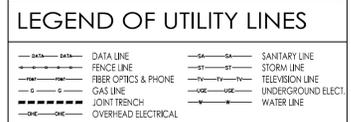
- THE FOLLOWING EQUIPMENT SHOWN ON THESE PLANS WILL BE PROVIDED AND DELIVERED BY BLOOM ENERGY. APPLICABLE TRADES TO MAKE FINAL CONNECTIONS.
 - SIGNAGE (SEE SAFETY SIGNAGE)
 - SITE KIT (SEE SITE KIT NOTES)
- THE FOLLOWING EQUIPMENT SHOWN ON THESE PLANS WILL BE PROVIDED, DELIVERED AND MOUNTED BY BLOOM ENERGY. APPLICABLE TRADES TO MAKE FINAL CONNECTIONS.
 - CLEAN ENERGY SERVER
 - PLATFORM (SEE SHEET AC1)

SITE KIT NOTES

- BLOOMENERGY TO PROVIDE AND DELIVER THE SITE KIT.
- ELECTRICAL AND PLUMBING CONTRACTOR TO INSTALL LIFE SIZES, CONSISTING OF PAD, PLUMBING, AND RISERS WITH SECURITY RINGS, ON THE PRECAST CONCRETE PAD PER MANUFACTURE SPECIFICATIONS.
- PWM DEFLECTOR KIT IS REQUIRED ON THIS SITE.

CONDUIT & PIPE LENGTHS

TYPE	TOTAL DISTANCE FROM TRENCH TO FURTHERMOST ES UNIT (LINEAR)
GAS PIPE	485'
ELECTRICAL CONDUIT	4270'
WATER PIPE	2225'



- KEYNOTES**
- (N) UTILITY GAS METER SET ASSEMBLY (MSA) FOR CLEAN ENERGY SERVER. COORDINATE LOCATION AND INSTALLATION REQUIREMENTS WITH UTILITY COMPANY PRIOR TO INSTALLATION. MAINTAIN MINIMUM 3'-0" CLEARANCE FROM ALL IGNITION SOURCES. PROVIDE CONCRETE PAD FOR GAS ASSEMBLY PAD (DETAIL 7.5.0). MSA & INTERCONNECTION DIAGRAM PER NATURAL GAS DIAGRAM (DETAIL 1.5.0). ADD IMPACT PROTECTION AS INDICATED BY UTILITY COMPANY.
 - (N) PRIVATE GAS REGULATOR SET ASSEMBLY (RSA) FOR CLEAN ENERGY SERVER WITH SHUT-OFF VALVE. MAINTAIN MINIMUM 3'-0" CLEARANCE FROM ALL IGNITION SOURCES & WET UTILITIES. PROVIDE CONCRETE PAD FOR GAS ASSEMBLY PAD (DETAIL 7.5.0). Riser & INTERCONNECTION DIAGRAMS PER NATURAL GAS SUPPLY DIAGRAM (DETAIL 1.5.0).
 - (N) GAS SERVICE TAP BY UTILITY COMPANY.
 - (N) GAS PIPE FROM (N) GAS SERVICE TAP TO TERMINATE AT (N) UTILITY GAS MSA. INSTALLED BY UTILITY COMPANY. (DETAILS) PER GRADING PLAN (SHEET 3.0). SEE(S) PER INTERCONNECTION DIAGRAM (SHEET 5.0).
 - (N) GAS PIPE WITH CONDUIT & WIRE FROM MSA TO RSA. INSTALLED BY CONTRACTOR. (DETAILS) PER GRADING PLAN (SHEET 3.0). SEE(S) PER INTERCONNECTION DIAGRAM (SHEET 5.0).
 - (N) ELECTRICAL CONDUIT & CABLE FROM (N) POS TO TERMINATE AT (E) SWITCHGEAR. (DETAILS) PER GRADING PLAN. SEE(S) PER ONE LINE DIAGRAM (SHEET 6.0).
 - (N) DATA CONDUIT & CABLE FROM (N) TS TO TERMINATE AT (E) MPOE. (DETAILS) PER GRADING PLAN (SHEET 3.0). SEE(S) PER ONE LINE DIAGRAM (SHEET 6.0).
 - (N) WATER PIPE FROM BUILDING DOMESTIC WATER SYSTEM TO (N) WDM. CONNECT TO NEAREST AVAILABLE LOCATION. (DETAILS) PER GRADING PLAN (SHEET 3.0). SEE(S) PER INTERCONNECTION DIAGRAM (SHEET 5.0).
 - (N) FLEXIBLE UTILITY CONNECTION SWITCH. SPECIFICATIONS PER ONE LINE DIAGRAM (SHEET 6.0). MOUNT TO BUILDING AND PER MANUFACTURE SPECIFICATIONS. INSURE LOCATION MEETS ALL REQUIRED N.E.C. CLEARANCES. PROVIDE MODEL NUMBER ON THE OUTSIDE OF THE FRONT PANEL. COMPLETE SPECIFICATION PER ELECTRICAL SPECIFICATIONS (SHEET 9.0). SECTION 16A-2.4.
 - (N) BLOOMENERGY ES-5700 ENERGY SERVER AND ES-5400 ENERGY SERVER. SKID AND MOUNTING SPECIFICATIONS PER INTEGRATED STEEL SKID (SHEET AC1). SKID PLACEMENT PER GRADING PLAN (SHEET 3.0). CONDUIT STUB-UP LOCATIONS PER CONDUIT PLAN (SHEET 4.0).
 - (N) POWER DISTRIBUTION SECTION (POS), PLATFORM AND MOUNTING SPECIFICATIONS PER PLATFORM (SHEET AC1). CONDUIT STUB-UP LOCATIONS PER CONDUIT PLAN (SHEET 4.0).
 - (N) TELEMETRY SECTION (TS) WITH FACTORY WIRING CLEAN ENERGY SERVER EMERGENCY POWER-OFF SWITCH (EPO), PLATFORM AND MOUNTING SPECIFICATIONS PER PLATFORM (SHEET AC1). CONDUIT STUB-UP LOCATIONS PER CONDUIT PLAN (SHEET 4.0).
 - (N) WATER DEIONIZATION MODULE (WDM), PLATFORM AND MOUNTING SPECIFICATIONS PER PLATFORM (SHEET AC1). CONDUIT STUB-UP LOCATIONS PER CONDUIT PLAN (SHEET 4.0).
 - (N) WATER TAP. IF WATER PRESSURE EXCEEDS 150 PSI, PROVIDE PRESSURE REGULATOR PRIOR TO WDM.
 - (N) 10'-0" COPPER GROUNDING RODS 6'-0" APART WITH ERICO T416D INSPECTION WELL. SPECIFICATIONS PER ONE LINE DIAGRAM (SHEET 6.0).
 - (N) CONCRETE PAD
 - (N) PROVIDE SECURITY BOXES OF CONDUIT & WIRE.
 - (E) LANDSCAPE AREAS TO REMAIN
 - CORE CONDUIT AND/OR PIPE THROUGH WALL. SCAN WALL PRIOR TO CORING. (DETAILS) PER GRADING PLAN (SHEET 3.0).
 - (E) TREE TO BE REMOVED
 - (N) GUARD POST (TYP). TYPE, SIZE AND LOCATION PER IMPACT PROTECTION PLAN (SHEET 3.2). CONTRACTOR TO ENSURE SLEEVE IS FLUSH WITH GRADE AND NO ANGLES OR HOLES EXIST THAT IMPED FORK-LIFT ACCESS.
 - (N) MASONRY RETAINING WALL

DIGALERT

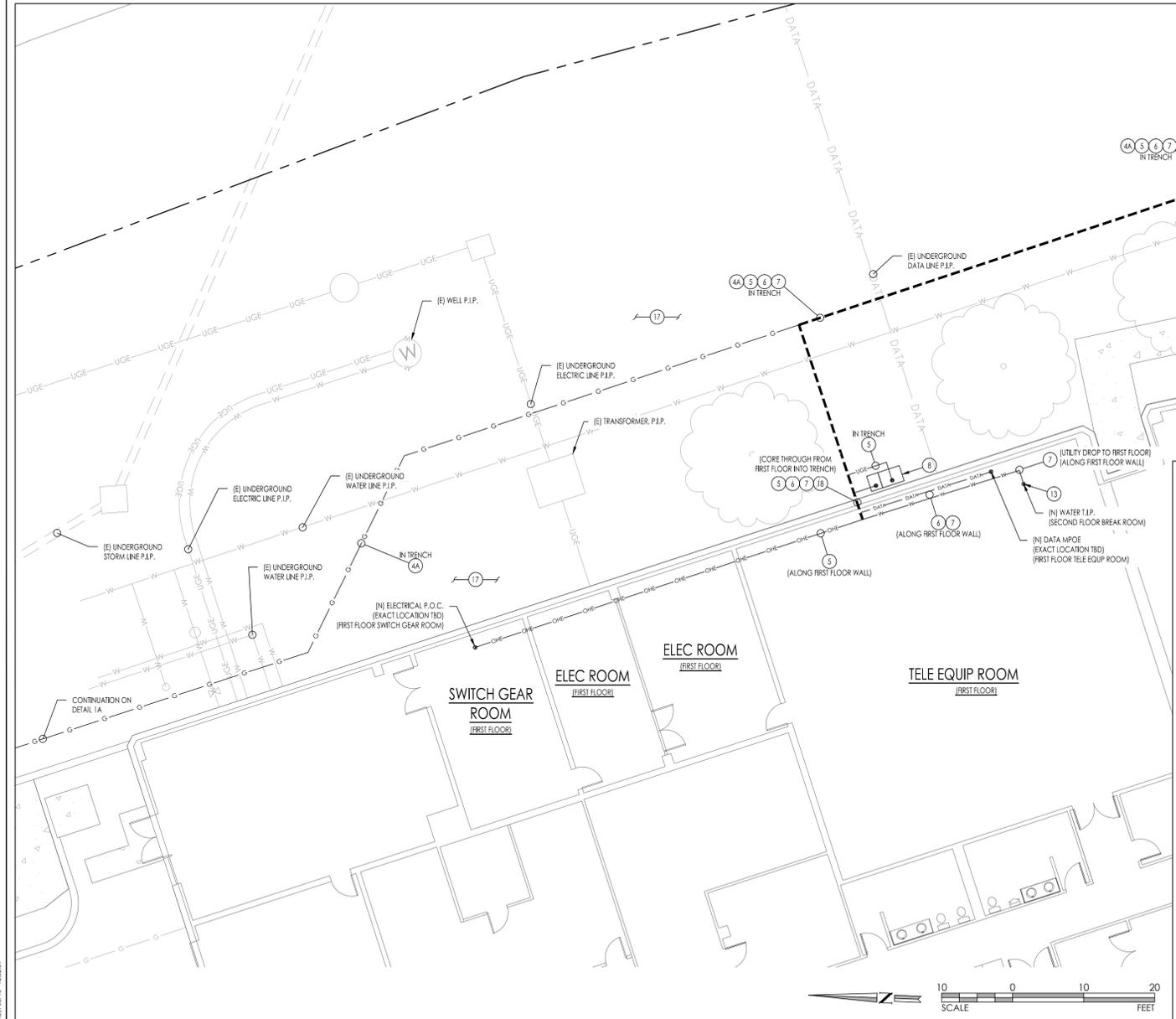
CALL BEFORE YOU DIG TWO WORKING DAYS BEFORE YOU DIG

TOLL FREE 1-800-227-2600 A PUBLIC SERVICE BY UNDERGROUND SERVICE ALERT

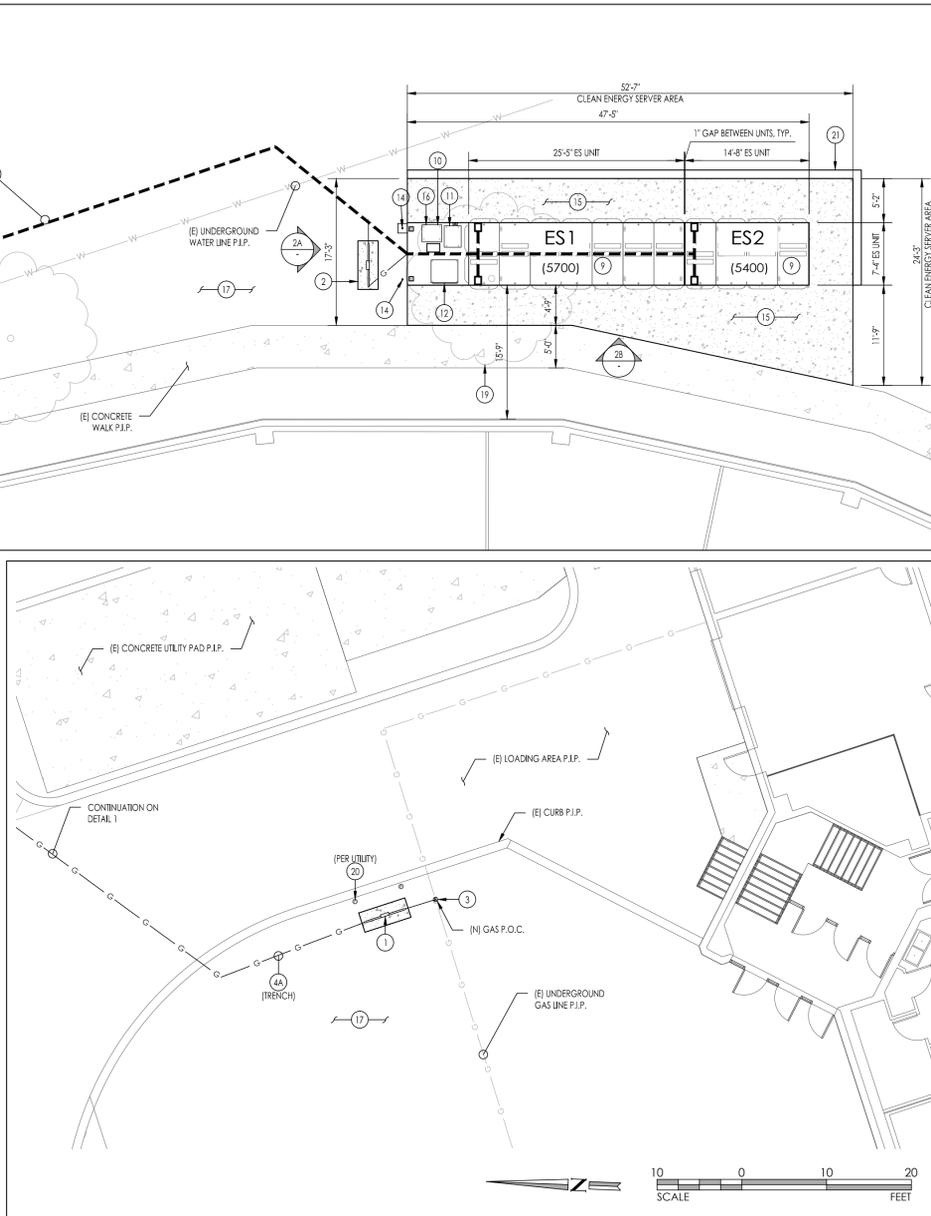
THE CONTRACTOR IS SPECIFICALLY CAUTIONED THAT THE LOCATION AND DEPTH RELATION OF EXISTING UTILITIES AS SHOWN ON THESE PLANS IS BASED ON DESIGN DRAWINGS, RECORDS OF THE VARIOUS UTILITY COMPANIES, AND WHERE POSSIBLE, MEASUREMENTS TAKEN IN THE FIELD. CORE STATES, INC. DOES NOT GUARANTEE THAT LOCATIONS SHOWN ARE EXACT. THE CONTRACTOR MUST CONTACT THE APPROPRIATE UTILITY COMPANIES AT LEAST 72 HOURS BEFORE ANY EXCAVATION TO REQUEST EXACT FIELD LOCATIONS OF UTILITIES.

CLIENT APPROVAL: _____ DATE _____

BLOOMENERGY APPROVAL: _____ DATE _____



SITE PLAN AT ENERGY SERVER UNITS SCALE 1"=10' 1



SITE PLAN AT GAS METER SCALE 1"=10' 1A

Bloomenergy
1250 Colebrook Drive, Sunnyvale, CA, 94089
Tel: 408.543.1500
www.bloomenergy.com

at&t
CLEAN ENERGY SERVER
84 DEERFIELD LANE
MERIDEN, CT 06450

CORE STATES GROUP
28 MOUNTAIN RD
WARREN, NJ 07059
patrick@core-engine.com

DOCUMENTS PREPARED BY CORE STATES GROUP, INCLUDING THIS ONE, ARE TO BE USED ONLY FOR THE SPECIFIC PROJECT AND FOR THE SPECIFIC USE FOR WHICH THEY WERE PREPARED. CORE STATES GROUP IS NOT RESPONSIBLE FOR ANY OTHER USES OF THESE DOCUMENTS. CORE STATES GROUP IS NOT RESPONSIBLE FOR ANY OTHER USES OF THESE DOCUMENTS. CORE STATES GROUP IS NOT RESPONSIBLE FOR ANY OTHER USES OF THESE DOCUMENTS.



ISSUE	DATE	DESCRIPTION

PROJECT INFORMATION

JOB # BEC-15488
DATE: 04-08-2013
DRAWN BY: ECR
CHECKED BY: TCM

MODEL

(1) ISS-L-5700 (1) ISS-L-5400

SHEET TITLE

SITE PLAN

SHEET NUMBER

C1

Drawing: Bloom Energy MEC-15488 (AT&T), Meriden, CT | Drawings: MEC-15488 (AT&T), Meriden, CT | 2013 File Path: Site Plan
 User: ECR/TCM
 Plot Date/Time: May, 03, 13 - 12:23:34

EXHIBIT 3



STATE OF CONNECTICUT

DEPARTMENT OF ENERGY AND ENVIRONMENTAL PROTECTION
PUBLIC UTILITIES REGULATORY AUTHORITY
TEN FRANKLIN SQUARE
NEW BRITAIN, CT 06051

**DOCKET NO. 12-02-09 PETITION OF BLOOM ENERGY CORPORATION FOR A
DECLARATORY RULING THAT ITS SOLID OXIDE FUEL
CELL ENERGY SERVER WILL QUALIFY AS A CLASS I
RENEWABLE ENERGY SOURCE**

September 12, 2012

By the following Directors:

Arthur H. House
John W. Betkoski, III

DECISION

I. INTRODUCTION

By Petition dated February 14, 2012, pursuant to Section 4-176 in the General Statutes of Connecticut (Conn. Gen. Stat.) and Section 16-1-113 in the Regulations of Connecticut State Agencies, Bloom Energy Corporation requests that the Public Utilities Regulatory Authority (Authority) issue a declaratory ruling that its solid oxide fuel cell energy server qualifies as a Class I renewable energy source.

II. PETITIONER'S EVIDENCE

Bloom Energy Corporation (Bloom) has commercialized a scalable, modular fuel cell using Bloom's patented solid oxide fuel cell (SOFC) technology. A fuel cell is a device that uses a fuel and oxygen to create electricity by an electrochemical process. A single fuel cell consists of an electrolyte and two catalyst-coated electrodes (an anode cathode). Fuel cells are generally categorized by the type of electrolyte used. Petition, pp. 2 and 3.

Each Bloom Energy Server consists of thousands of Bloom's patented SOFCs. Each fuel cell is a flat, solid ceramic square capable of producing at least 25 watts. In an energy server, Bloom "sandwiches" the SOFCs between metal interconnect plates into a fuel cell "stack." Bloom aggregates multiple fuel cell stacks together into a "power module," and then multiple power modules, along with a common fuel input and electrical output, are assembled as a complete energy server fuel cell. Id., p. 3.

The Bloom Energy Server converts the chemical energy contained in fuel, such as natural gas, into electricity at an efficiency of approximately 50% - 60% (lower heating value net AC) without any combustion or multi-stage conversion loss. Fuel entering the energy server is processed using a proprietary catalytic method to yield a reformat gas stream, and the gaseous product and preheated air are introduced into the fuel cell stacks. Within the stacks, ambient oxygen reacts with the fuel to produce direct current (DC) electricity. The DC power produced by the energy server system is converted into 480-volt AC power using an inverter, and delivered to the host facility's electrical distribution system. Id.

SOFCs operate at very high temperatures, obviating the need for expensive metal catalysts. With low cost ceramic materials, and extremely high electrical efficiencies, SOFCs can deliver attractive economies without relying on combined heat and power. Id.

Bloom Energy Servers are a fraction of the size of a traditional base load power source, with each server occupying a space similar to that of a parking space. This small, low-impact, modular form of base load power does not pose the environmental challenges associated with a traditional base load power plant, significantly reducing environmental impacts. Moreover, Bloom's innovative design requires only an initial input of 120 gallons of water per 100 kW, after which no additional water is consumed during normal operation. Id., pp. 3 and 4.

Bloom Energy Servers deliver significant environmental benefits over conventional base load technologies. In addition to significant CO₂ reductions due to its high efficiency, the energy server emits virtually no NO_x, SO_x, or other smog forming particulates since the conversion of gas to electricity in a Bloom Energy Server is done through an electrochemical reaction rather than combustion. Id., p. 4.

III. AUTHORITY ANALYSIS

Conn. Gen. Stat. §16-1(a)(26) defines a Class I renewable energy source as:

(A) energy derived from solar power; wind power; a fuel cell; methane gas from landfills; ocean thermal power; wave or tidal power; low emission advanced renewable energy conversion technologies; a run-of-the-river hydropower facility provided such facility has a generating capacity of not more than five megawatts, does not cause an appreciable change in the river flow, and began operation after the effective date of this section; or a biomass facility, including, but not limited to, a biomass gasification plant that utilizes land clearing debris, tree stumps or other biomass that regenerates or the use of which will not result in a depletion of resources, provided such biomass is cultivated and harvested in a sustainable manner and the average emission rate for such facility is equal to or less than .075 pounds of nitrogen oxides per million BTU of heat input for the previous calendar quarter, except that energy derived from a biomass facility with a capacity of less than five hundred kilowatts that began construction before July 1, 2003, may be considered a Class I renewable energy source, provided such biomass is cultivated and harvested in a sustainable manner; or (B) any electrical generation, including distributed generation, generated from a Class I renewable energy source.

Based on Bloom's assertions, the Authority finds that its Bloom Energy Server qualifies as a Class I renewable energy source "fuel cell" as defined in Conn. Gen. Stat. §16-1(a)(26)(A).

The Authority has created an electronic application process for generation owners to apply for a Connecticut Renewable Portfolio Standards registration. The application is available on the Authority's website at the web address <http://www.ct.gov/pura>. The application should be submitted electronically along with a single hard-copy filing. While the Authority concludes in this Decision that the Bloom Energy Server would qualify as a Class I renewable energy source pursuant to Conn. Gen. Stat. §16-1(a)(26), Bloom must still apply for registration of the aforementioned system once the facility becomes operational and is registered in the New England Generation Information System.

IV. CONCLUSION

Based upon the project as described herein, the Authority finds that, as proposed, the Bloom Energy Server would qualify as a Class I renewable energy source. However, since the energy server is not yet operational, it should apply for Class I registration once it begins operations.

The Connecticut Department of Energy and Environmental Protection is an Affirmative Action/Equal Opportunity Employer that is committed to requirements of the Americans with Disabilities Act. Any person with a disability who may need information in an alternative format may contact the agency's ADA Coordinator at 860-424-3194, or at deep.hrmed@ct.gov. Any person with limited proficiency in English, who may need information in another language, may contact the agency's Title VI Coordinator at 860-424-3035, or at deep.aaoffice@ct.gov. Any person with a hearing impairment may call the State of Connecticut relay number – 711. Discrimination complaints may be filed with DEEP's Title VI Coordinator. Requests for accommodations must be made at least two weeks prior to any agency hearing, program or event.

**DOCKET NO. 12-02-09 PETITION OF BLOOM ENERGY CORPORATION FOR A
DECLARATORY RULING THAT ITS SOLID OXIDE FUEL
CELL ENERGY SERVER WILL QUALIFY AS A CLASS I
RENEWABLE ENERGY SOURCE**

This Decision is adopted by the following Directors:

Arthur H. House

John W. Betkoski, III

CERTIFICATE OF SERVICE

The foregoing is a true and correct copy of the Decision issued by the Public Utilities Regulatory Authority, State of Connecticut, and was forwarded by Certified Mail to all parties of record in this proceeding on the date indicated.



Kimberley J. Santopietro
Executive Secretary
Department of Energy and Environmental Protection
Public Utilities Regulatory Authority

September 12, 2012

Date

EXHIBIT 4

April 30, 2013

Dennis Brown
185 South Main Street, 5th floor
(1 Jefferson Square)
Waterbury, CT 06702

**RE: Bloom Energy Fuel Server Project
348 Grand Street AT&T Facility**

Dear Mr. Brown,

We spoke several days ago regarding Bloom Energy. If you recall, Bloom Energy Servers are fuel cells that utilize natural gas and water to generate electricity. The electricity will serve some of the demands of large facilities such as the AT&T building referenced above. Since our initial conversation we have further refined our plans and coordinated with the gas company. I've attached a copy of Bloom Energy's product sheet which is also available on their web site: <http://www.bloomenergy.com> and the current preliminary plan. The energy servers are pad mounted devices. As you can see from the material and web site, the equipment is self-enclosed and modern looking. We ask that you respect the confidentiality of these documents.

At this location, Bloom is proposing to install two energy servers which will be located in the AT&T parking area immediately east of the building. This parking area is significantly underutilized. We anticipate that sixteen parking stalls would be displaced as a result of the project. Based on the current use of the building, the loss of these parking stalls will not affect AT&T's operation.

In addition, this location is entirely within the existing impervious footprint and there will be no increase in storm water runoff generated by this project. As indicated on the plan, we anticipate that noise attenuation may be necessary. As part of their initial due diligence a noise study has been commissioned and is currently on going.

We are submitting to the Connecticut Siting Council within the next two weeks and wanted to give you an opportunity to see the plans in advance. We would be happy to discuss any comments you may have either by phone or in person. If you have any questions or need further information, please feel free to call.

Thank you,

Robert L. Streker, PE
CC: G. Benson, Bloom Energy
CC: C. diGirolamo, Bloom Energy
CC: J. Udinsky, Bloom Energy

EXHIBIT 5

Clean Base Load Power

Bloom Energy Corporation is a provider of breakthrough solid oxide fuel cell (SOFC) technology that delivers clean power to meet base load electricity needs. Bloom Energy Servers™ are among the most efficient energy generators available, providing for significantly reduced electricity costs and dramatically lower greenhouse gas emissions. Bloom Energy Servers™ produce reliable and clean electricity using an environmentally superior non-combustion process. The result is a new option for energy infrastructure that combines increased electrical reliability and improved energy security with significantly lower environmental impact.

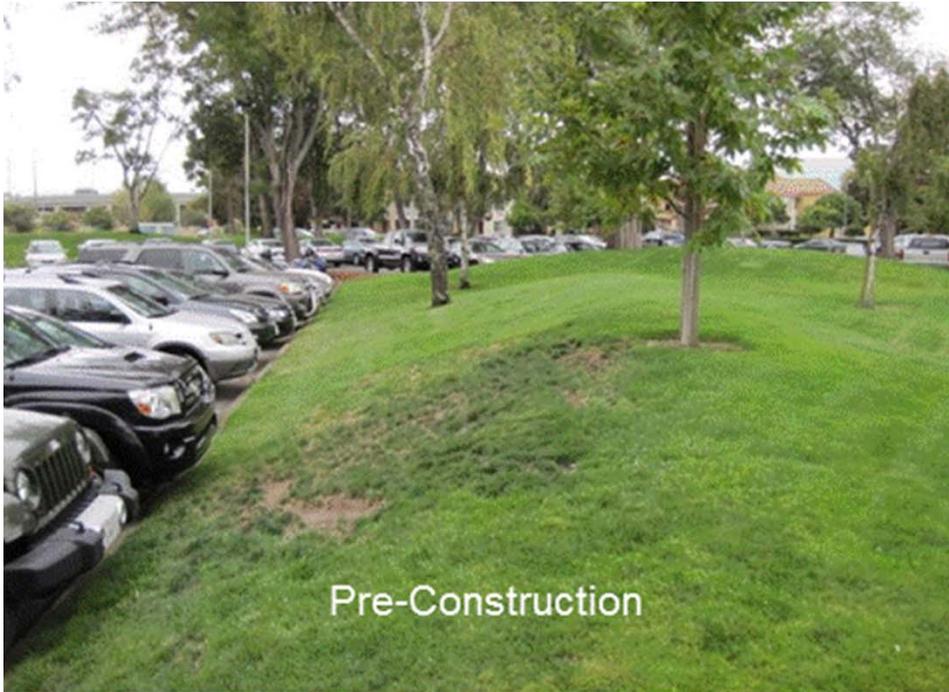
All-Electric Solution

The Bloom Energy Server™ is an “all-electric” solution that utilizes waste heat internally to increase the efficiency of electrical power production. This characteristic allows Bloom systems to be deployed at sites where it is not necessary to match on-site thermal loads or develop complicated infrastructure to handle thermal energy outputs. The Energy Server’s superior electrical efficiency obviates the need for complicated CHP systems and expands the opportunity to deploy clean on-site power generation.

Technical Highlights	
Inputs	
Fuel	Natural Gas
Fuel pressure	15 psig
Fuel required per 100 kW generated	0.661 MMBtu/hr of natural gas
Outputs	
Nominal power output (net AC)	Per 100 kW generated
Electrical efficiency (LHV net AC)	50 - 60%
Electrical connection	480V @ 60 Hz
Emissions	
NOx	< 0.01 lbs/MW-hr
SOx	negligible
CO	< 0.10 lbs/MW-hr
VOCs	< 0.02 lbs/MW-hr
CO2 @ specified efficiency	773 lbs/MW-hr of natural gas
Codes & Standards	
Designed to comply with NEC, NFPA, ANSI, CT DPUC and CT SIR utility interconnection standards.	
Exempt from Air District Permitting; meets stringent CARB 2007 emissions standards.	

Bloom Energy Server





Pre-Construction



Install Preparations – Trenching & Underground Utility



Set Pads



Site Completion

Bloom Energy Server Installation



Representative Installations



EXHIBIT 6

State of California
AIR RESOURCES BOARD
Executive Order DG-036
Distributed Generation Certification of
Bloom Energy Corporation
ES-5700

WHEREAS, the Air Resources Board (ARB) was given the authority under California Health and Safety Code section 41514.9 to establish a statewide Distributed Generation (DG) Certification Program to certify electrical generation technologies that are exempt from the permit requirements of air pollution control or air quality management districts;

WHEREAS, this DG Certification does not constitute an air pollution permit or eliminate the responsibility of the end user to comply with all federal, state, and local laws, rules and regulations;

WHEREAS, on July 11, 2011, Bloom Energy Corporation applied for a DG Certification of its 200 kW ES-5700 fuel cell and whose application was deemed complete on August 30, 2011;

WHEREAS, Bloom Energy Corporation has demonstrated, according to test methods specified in title 17, California Code of Regulations (CCR), section 94207, that its natural-gas-fueled ES-5700 fuel cell has complied with the following emission standards:

1. Emissions of oxides of nitrogen no greater than 0.07 pounds per megawatt-hour;
2. Emissions of carbon monoxide no greater than 0.10 pounds per megawatt-hour; and
3. Emissions of volatile organic compounds no greater than 0.02 pounds per megawatt-hour.

WHEREAS, Bloom Energy Corporation has demonstrated that its ES-5700 fuel cell complies with the emission durability requirements in title 17, CCR, section 94203(d);

WHEREAS, I find that the Applicant, Bloom Energy Corporation, has met the requirements specified in article 3, title 17, CCR, and has satisfactorily demonstrated that the ES-5700 fuel cell meets the DG Certification Regulation 2007 Fossil Fuel Emission Standards;

NOW THEREFORE, IT IS HEREBY ORDERED, that a DG Certification, Executive Order DG-036 is granted.

This DG Certification:

- 1) is subject to all conditions and requirements of the ARB's DG Certification Program, article 3, title 17, CCR, including the provisions relating to inspection, denial, suspension, and revocation;
- 2) shall be void if any manufacturer's modification results in an increase in emissions or changes the efficiency or operating conditions of a model, such that the model no longer meets the DG Certification Regulation 2007 Fossil Fuel Emission Standards; and
- 3) shall expire on the 21st day of September, 2016.

Executed at Sacramento, California, this 21st day of September 2011.

James Goldstene
Executive Officer
by

/S/

Richard Corey, Chief
Stationary Source Division

EXHIBIT 7

PHILIP M. SMALL
Counselor at Law
direct dial: 860-509-6575
psmall@brownrudnick.com

CityPlace I
185 Asylum
Street
Hartford
Connecticut
06103
tel 860.509.6500
fax 860.509.6501

June 21, 2013

VIA FIRST CLASS MAIL

To the Persons on the Attached List

RE: Petition of BE 2012 A LLC to the Connecticut Siting Council for a Declaratory Ruling for the Location and Construction of a 300-Kilowatt Fuel Cell Customer-Side Distributed Resource at 84 Deerfield Lane, Meriden, Connecticut

Pursuant to Section 16-50j-40 of the Connecticut Siting Council's (the "Council") regulations, we are notifying you that BE 2012 W LLC intends to file on or shortly after June 24, 2013, a petition for declaratory ruling with the Council. The petition will request the Council's approval of the location and construction of an approximately 300-kilowatt (net) Bloom Energy Corporation fuel cell, including associated equipment (the "Facility"). The Facility will be located at an AT&T facility located at 84 Deerfield Lane, Meriden, Connecticut (the "Site") on a concrete pad to be installed. The dimensions of the concrete pad are approximately 40'-1" long, 7'-8" wide, and 6'-9" high. Electricity generated by the Facility will be consumed primarily at the Site, and any excess electricity will be exported to the electric grid. The Facility will be fueled by natural gas.

BE 2012 W LLC was selected by The Connecticut Light and Power Company ("CL&P") as a winning bidder in the "Low and Zero Emissions Renewable Energy Credit Program" established under Sections 107, 108, and 110 of Public Act No. 11-80. As a result of that selection, BE 2012 W LLC has entered into a Standard Contract for the Purchase and Sale of Connecticut Class I Renewable Energy Credits with CL&P, which was approved by the Connecticut Public Utilities Regulatory Authority on February 1, 2013.

If you have any questions regarding the proposed Facility, please contact any of the following:

Robert L. Streker, P.E.
Core States Group
58 Mount Bethel Road, Suite 301
Warren, NJ 07059
Telephone: (908) 462-9700

Philip M. Small, Esq.
Brown Rudnick LLP
185 Asylum Street, 38th Floor
Hartford, CT 06103
Telephone: (860) 509-6575

Connecticut Siting Council
Ten Franklin Square
New Britain, CT 06051
Telephone: (860) 827-2935

Very truly yours,

BROWN RUDNICK LLP


Philip M. Small
Attorney for BE 2012 A LLC

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PROOF OF NOTICE

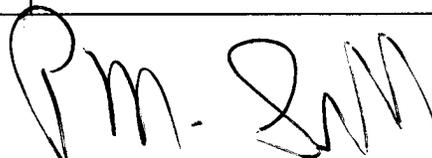
This is to certify that on the 21st day of June, 2013, the foregoing notice was sent via first class mail to the following:

<i>AGENCY</i>	<i>NAME/ADDRESS</i>
Chief Executive Officer	Mayor Michael S. Rohde Office of the Mayor City Hall 142 East Main Street Meriden, CT 06450
Planning Commission	Enrico Buccilli Chair, City of Meriden Planning Commission 142 East Main Street Meriden, CT 06450
Inland Wetlands Watercourse Commission	Daniel Reardon City of Meriden Inland Wetlands Watercourse Commission 142 East Main Street Meriden, CT 06450
Conservation Land Commission	Maryellen Mordarski Chair, Conservation Land Commission 142 East Main Street Meriden, CT 06450
Regional Planning Agency	Carl Amento Executive Director South Central Regional Council of Governments 127 Washington Avenue, 4th Floor West North Haven, CT 06473 - 1715
Chief Executive Officer (Town of Wallingford)	Mayor William W. Dickinson, Jr. Mayor's Office Wallingford Town Hall 45 South Main Street Room #310 Wallingford, CT 06492
Planning and Zoning Commission	Chairman Planning and Zoning Commission Wallingford Town Hall 45 South Main Street Wallingford, CT 06492

AGENCY	NAME/ADDRESS
Conservation Commission	Jeff Borne, Chairman Conservation Commission Wallingford Town Hall 45 South Main Street Wallingford, CT 06492
Inland Wetlands and Watercourses Commission	James Vitali, Chairman Inland Wetlands and Watercourses Commission Wallingford Town Hall 45 South Main Street Wallingford, CT 06492
Connecticut Attorney General	Honorable George Jepsen Attorney General 55 Elm Street Hartford, CT 06106
State Senator	Senator Dante Bartolomeo Capitol Office Legislative Office Building Room 3200 Hartford, CT 06106-1591
State Representative	Representative Emil Altobello Capitol Office Legislative Office Building Room 4015 Hartford, CT 06106-1591
State Representative	Representative Catherine Abercrombie Legislative Office Building Room 2704 Hartford, CT 06106-1591
State Representative	Representative Hilda Santiago Legislative Office Building Room 4000 Hartford, CT 06106-1591
State Department of Energy and Environmental Protection	Daniel C. Esty Commissioner Connecticut Department of Energy and Environmental Protection 79 Elm Street Hartford, CT 06106-5127

AGENCY	NAME/ADDRESS
State Department of Public Health	Dr. Jewel Mullen Commissioner Department of Public Health 410 Capitol Avenue Hartford, CT 06134
State Council on Environmental Quality	Karl J. Wagener, Executive Director Connecticut Council on Environmental Quality 79 Elm Street Hartford, CT 06106
State Department of Agriculture	Steven K. Reviczky Commissioner Department of Agriculture 165 Capitol Avenue Hartford, CT 06106
Office of Policy and Management	Benjamin Barnes Secretary Office of Policy and Management 450 Capitol Avenue Hartford, CT 06106-1379
Department of Economic and Community	Catherine Smith Commissioner Department of Economic and Community Development 505 Hudson Street Hartford, CT 06106-7106
State Department of Transportation	James P. Redeker Commissioner Department of Transportation 2800 Berlin Turnpike Newington, CT 06131-7546
Any Federal Agencies with Jurisdiction Over the Site	None

ABUTTER PROPERTY	ABUTTER NAME/MAILING ADDRESS
1000 Research Parkway	Protein Sciences Corporation 1000 Research Parkway Meriden, CT 06450
200 Pond View Drive	Radio Frequency Systems Inc. c/o Marvin F. Poer & Company 31 State Street, 9th Floor Boston, MA 02109
478 Thorpe Ave	Hot Tomato Farms, LLC Attn. Susan M. Alger 111 Dekoven Dr., Unit 1101 Middletown, CT 06450
496 Thorpe Ave	City of Meriden 142 East Main Street Meriden, CT 06450
71 Deerfield Lane	Computer Sciences Corp. CSV-Attn. Tax Dept. 3170 Fairview Park Drive Falls Church, VA 22042
Thorpe Avenue	City of Meriden Meriden City Hall 142 East Main Street Meriden, CT 06450
Thorpe Avenue	Karen M. McDowell 27 Harrison Street #14 Meriden, CT 06450
Deerfield Lane	Data Partners LLC 1912 Woodford Road Vienna, VA 22182



Philip M. Small
Attorney for BE 2012 A LLC