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June 14, 2011

Thomas S. Burack, Chairman
Site Evaluation Committee
N.H. Department of Environmental Services
29 Hazen Drive
Concord, NH 03302

Re: Laidlaw Berlin BioPower, LLC and Berlin Station, LLC
SEC Docket No. 2011-01

Dear Chairman Burack:

Pursuant to the Site Evaluation Committee's request, we enclose an original and 18 copies of an amended Capital Structure chart and further explanation of the \$75,000,000 bridge loan.

If you have any questions, please feel free to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Barry Needleman".

Barry Needleman

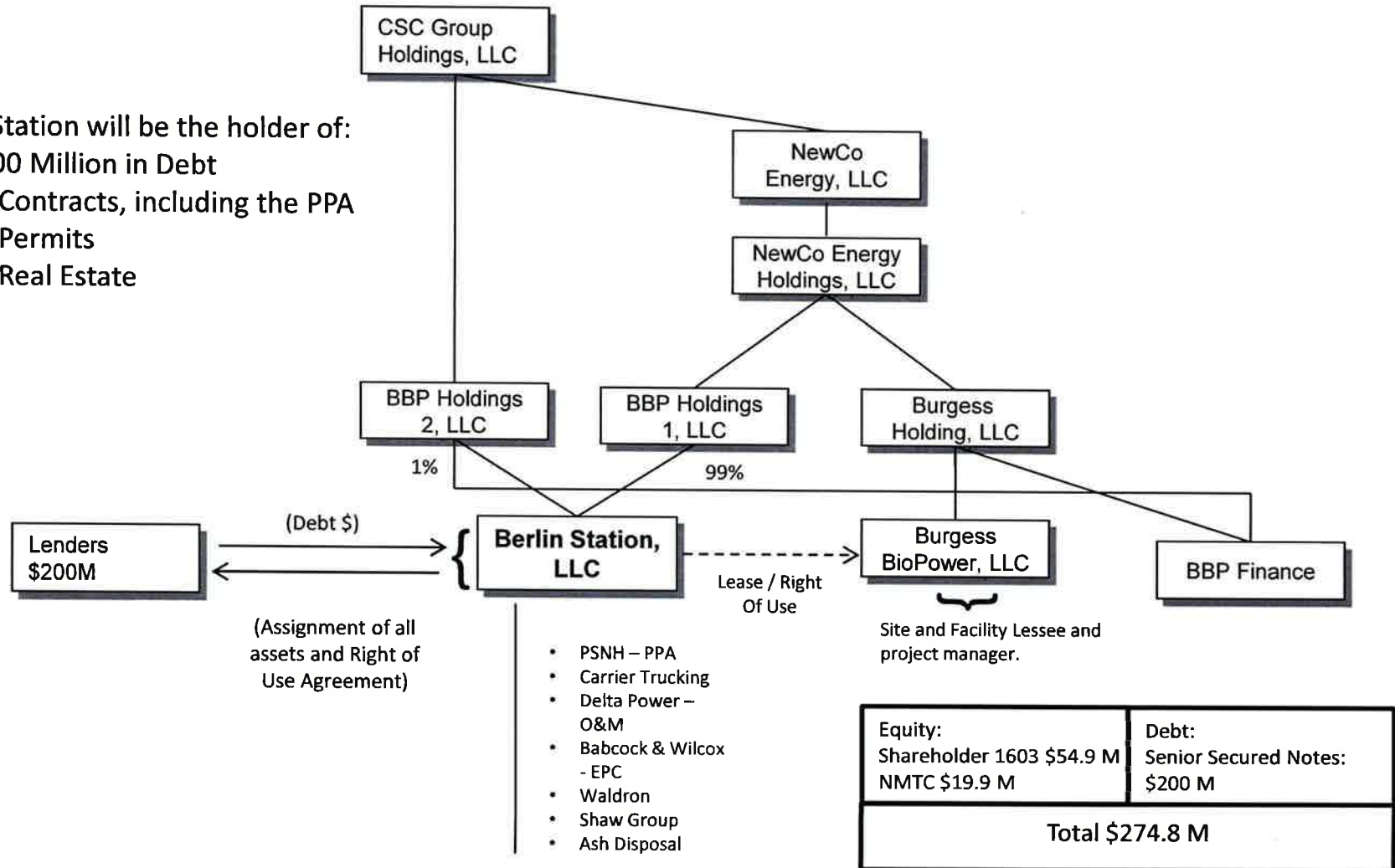
Enclosure

cc: Service List

Berlin Station Capital Structure

Berlin Station will be the holder of:

- \$200 Million in Debt
- All Contracts, including the PPA
- All Permits
- All Real Estate





- Burgess Holding will obtain a \$75 million bridge loan that it intends to repay with a Section 1603 cash grant for the Facility. The proceeds of the Section 1603 bridge loan will be pooled through BBP Finance with other funds that will constitute the New Markets Tax Credits loan to the Project.
- Burgess Holding's obligation to repay the Section 1603 bridge loan will be fully guaranteed by BBP Finance and NewCo Energy Holdings. Burgess BioPower will provide a limited recourse guaranty restricted to Burgess BioPower's rights to obtain the Section 1603 cash grant, or any tax attributes obtained in lieu thereof.
- Repayment of the Section 1603 bridge loan will be secured by a pledge by Burgess Holding and BBP #2 of their equity interests in BBP Finance, as well as a pledge by NewCo Energy Holdings of its interest in Burgess Holding. It will also be secured by a lien on all of the assets of Burgess Holding (except for the equity interests in Burgess Bio Power, which will be pledged by Burgess Holding to secure Berlin Station's senior debt).