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KAREN ELLISON, RECORDER

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Phone: (800) 331-3282 Fax: (818) 662-4141	
B. E-MAIL CONTACT AT FILER (optional) CLS-CTLS_Glendale_Customer_Service@wolterskluwer.com	
C. SEND ACKNOWLEDGMENT TO: (Name and Address) 23974 - SOLARCITY	
Lien Solutions P.O. Box 29071 Glendale, CA 91209-9071	61287341  NVNV FIXTURE

File with: Douglas, NV

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME				
OR	1b. INDIVIDUAL'S SURNAME VAILLANCOURT	FIRST PERSONAL NAME MARC	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS 1281 RON LANE		CITY GARDNERVILLE	STATE NV	POSTAL CODE 89410
			COUNTRY USA	

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME				
OR	2b. INDIVIDUAL'S SURNAME Crandall	FIRST PERSONAL NAME Erin	ADDITIONAL NAME(S)/INITIAL(S) R	SUFFIX
2c. MAILING ADDRESS 1281 RON LANE		CITY GARDNERVILLE	STATE NV	POSTAL CODE 89410
			COUNTRY USA	

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME SOLARCITY CORPORATION				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS 3055 CLEARVIEW WAY		CITY SAN MATEO	STATE CA	POSTAL CODE 94402
			COUNTRY USA	

4. COLLATERAL: This financing statement covers the following collateral:

ALL ENERGY GENERATION SYSTEMS AND ASSOCIATED COMPONENTS AT ANY TIME PROVIDED BY SOLARCITY CORPORATION TO DEBTOR. THE SECURED PARTY IS NOT TAKING A SECURITY INTEREST IN THE REAL PROPERTY (EXCEPT SOLELY TO THE EXTENT THE FOREGOING IS A FIXTURE). THE SECURED PARTY'S ONLY SECURITY INTEREST IS IN THE SPECIFIC COLLATERAL DESCRIBED IN THIS SECTION.

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

Public-Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:

Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:

61287341

JB-894722-00 MARK VAILLANCOURT

0832 Reno Sparks

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

9a. ORGANIZATION'S NAME

OR 9b. INDIVIDUAL'S SURNAME

VAILLANCOURT

FIRST PERSONAL NAME

MARC

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a. ORGANIZATION'S NAME

OR 10b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a. ORGANIZATION'S NAME

OR 11b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13.  This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)

14. This FINANCING STATEMENT:

covers timber to be cut  covers as-extracted collateral  is filed as a fixture filing

15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest):

MARC C VAILLANCOURT  
1281 RON LANE  
GARDNERVILLE, NV 89410

16. Description of real estate:

A PARCEL OF LAND LOCATED IN THE STATE OF NV, COUNTY OF DOUGLAS, WITH A SITUS ADDRESS OF 1281 RON LN, GARDNERVILLE NV 89410-6174 R005 CURRENTLY OWNED BY VAILLANCOURT MARC C & VAILLANCOURT ERIN HAVING A TAX ASSESSOR NUMBER OF 1221-05-002-024 AND DESCRIBED IN DOCUMENT [ See Exhibit for Real Estate ]

17. MISCELLANEOUS: 61287341-NV-5 23974 - SOLARCITY

SOLARCITY CORPORATION

File with: Douglas, NV

JB-894722-00 MARK VAILLANCOURT 0832 Reno

**Debtor: VAILLANCOURT, MARC**

**Exhibit for Real Estate**

**16. Description of real estate:**

Continued

NUMBER 108-5103 DATED 01/24/2008 AND  
RECORDED 01/25/2008 .

COPY