



# Generation Clean Fuels

Comprehensive Renewable Solutions

August 14, 2013

Board of Directors  
Oneida Seven Generations Corporation  
P.O. Box 257  
Oneida, WI 54155

RE: Waste to Energy Project

Ladies and Gentlemen:

I am writing to you to request your support of the Waste to Energy Project (the "Project") on which we are partnering with your subsidiary, Green Bay Renewable Energy, LLC ("GBRE"). As you know, you and we have devoted substantial amounts of time, effort and money to developing the Project. We understand that you have devoted in excess of \$5.8 million to the Project. We have also devoted thousands of hours and over \$3.0 million to the Project. Now that the Project is about to be financed, it would be a horrible waste of all of those hours and dollars to abandon it at this point.

I know that Bruce King has provided you with an analysis of the benefits and costs of proceeding with the Project as compared to shutting it down. I am confident that you will agree that the benefits of the Project far outweigh the minimal costs of proceeding. The benefits which Bruce has told you about are focused exclusively on the economics of the Project. As you consider the Project, you should also keep in mind the substantial environmental benefits of the Project, including:

- The Project will produce in excess of 7.5 million gallons per year of clean, low sulfur fuel, without using any catalysts or harmful chemicals and without generating any significant greenhouse gases in the production process.
- The Project will reduce the Tribe's current carbon footprint.
- The transportation fuel and oils produced by the Project have low sulfur content (4 ppm) and high cetane levels that can easily be blended with higher pollutant content fuel products.
- The Project employs proprietary technology that eliminates 99% of harmful pollutants found in greenhouse gases (GHG). This technology can be integrated with other systems such as generators to lower the footprint of GHG emissions.
- The Project is mobile. The site where operations occur is not dependent on any one location.

Over the past 18 months, we have worked diligently with Kevin Cornelius, Bruce King and your lawyers and advisors to structure and develop the Project and to obtain financing for it. We have appreciated all of the time, effort and great ideas that your team has provided for these activities. Because of the close working relationship which we have developed with your team, we have made many concessions, which have increased your potential benefit and reduced (if not

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eliminated) your risks with respect to the Project. These include:

- Leasing the equipment for the Project to you at a substantial discount to its market price.
- Agreeing to defer almost half of the Project cost owed to us for as long as 9 years.
- Lending GBRE \$870,000 to fund half of the required debt service reserve fund.
- Guaranteeing the entire amount of the loan. In addition, I am personally guaranteeing \$3.0 million of the loan.
- Providing OSGC with a royalty of 11% of gross revenues off the top.
- Providing OSGC with a \$250,000 development fee at Closing.
- Depositing \$2.2 million in cash as additional collateral for the loan.

We need to know as soon as possible whether you plan to complete the Project. We have many other customers who would like to acquire equipment from us. We have been deferring these customers because of our commitment to you. However, if you do not tell us by August 23, 2013, that you are planning to complete the Project, we will need to divert our assets and attention to servicing our other customers. At that point, even if you decided to complete the Project, we would need to reconsider whether we would still be willing to do the Project on the same basis (including all of the concessions outlined above).

We hope to hear from you soon and look forward to a long and mutually beneficial relationship.

Sincerely yours,

Louis Stern  
Chief Executive Officer

cc: Bruce King  
Craig Aderhold  
Joseph Kavan, Esq.

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