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**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA**

Tessera Solar,

Complainant,

Complaint 10-10-015

(Filed October 21, 2010)

vs.

BNSF Railway Company,

Defendant.

**DECLARATION OF FELICIA BELLOWS IN SUPPORT OF TESSERA SOLAR
AND CALICO SOLAR, LLC BRIEF RE JURISDICTION**

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Attorneys for
Tessera Solar and Calico Solar, LLC

December 8, 2010

I, Felicia Bellows, declare:

1. I am a Vice President of Tessera Solar and of Calico Solar, LLC (“Calico”). I have been extensively involved with the Calico Solar Project since March of 2009. I also have personally reviewed the background information regarding project planning and entitlement efforts which occurred prior to my involvement with the project. I am therefore intimately familiar with the project’s history and how construction and operational activities will be carried out. I have personal knowledge of the matters set forth in this declaration, and if called as a witness, I could and would competently testify thereto.

2. On November 17, 2009, BNSF Project Engineer Greg Rousseau sent an e-mail regarding “Tessera Solar Right of Way” to Irene James, who at the time was a consultant to Calico. A true and correct copy of this e-mail is attached hereto as Exhibit 1. In the e-mail, Mr. Rousseau states that he has received the approval needed to send Calico a letter regarding the Tessera Solar Right of Way.

3. On November 19, 2009, Mr. Rousseau sent an e-mail to Ms. James attaching his letter addressed to me and dated November 20, 2009, regarding BNSF Application for an Exclusive Right of Way. In the November 19 e-mail, Mr. Rousseau refers to the letter as his “general approval letter for access.” He also explains that the letter is “intended as a simple MOU to further the BNSF Right of Way access process by Tessera” because the details still needed to be worked out. A true and correct copy of the November 19 e-mail is attached hereto as Exhibit 2 and a true and correct copy of the November 20 MOU/letter is attached hereto Exhibit 3.

4. On March 4, 2010, Mr. Rousseau again sent an e-mail to Ms. James. The subject of the March 4 e-mail was “Hector Road Crossing and Tessera Solar Bridge Locations.” In the March 4 e-mail, Mr. Rousseau refers to the mile post of the “private crossing” as 612.68. I believe that this is a typo because Mr. Rousseau was responding to questions raised by

Ms. James in her March 3, 2010 e-mail regarding the Hector Road Crossing, which she identified as being located at “DOT #919188X, Line Segment 7200, Mile Post 712.68.” Mr. Rousseau’s response was that “that is close enough for me.” A true and correct copy of the e-mail chain between Mr. Rousseau and Ms. James containing e-mails dated March 3, 2010 and March 4, 2010 is attached hereto as Exhibit 4.

5. In March 2010, Calico Solar, LLC signed a BNSF “Confidentiality and Reimbursement Agreement,” a true and correct copy of which is attached to this declaration as Exhibit 5.

6. On May 30, 2008, BNSF and SES Solar One, LLC, Calico’s predecessor, entered into an Agreement for Private Crossing. Attached to this declaration as Exhibit 6 is a true and correct copy of this Agreement.

7. Tessera Solar has continued to submit information regarding Solar Project access to cross the BNSF tracks. This past summer, on June 9, 2010 and on August 10, 2010, Tessera Solar submitted designs for the proposed permanent access bridge structure. Attached hereto as Exhibit 7 are true and correct copies of the transmission cover letters for these submittals.

I declare under penalty of perjury of the laws of State of California that the foregoing is true and correct.

Executed on December 8, 2010.

/s/ Felicia Bellows

Felicia Bellows

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a copy of “DECLARATION OF FELICIA BELLOWS IN SUPPORT OF TESSERA SOLAR AND CALICO SOLAR, LLC BRIEF RE JURISDICTION” by using E-Mail Service, sending the entire document as an attachment to an e-mail message to all known representative of parties of record to this proceeding and CPUC staff who provided electronic mail addresses as set forth in the attached list.

Executed on December 8, 2010 at San Francisco, California.

/s/ Todd O. Edmister

Todd O. Edmister

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