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Docket Number:	12-AFC-02C
Project Title:	Huntington Beach Energy Project - Compliance
TN #:	214194
Document Title:	Declaration of Seth Richardson
Description:	N/A
Filer:	Kimberly Hellwig
Organization:	Stoel Rives LLP
Submitter Role:	Applicant
Submission Date:	10/26/2016 3:38:12 PM
Docketed Date:	10/26/2016

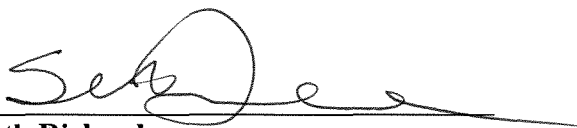
**Declaration of
SETH RICHARDSON
Huntington Beach Energy Project
(12-AFC-02C)**

I, **Seth Richardson**, declare as follows:

1. I am an attorney licensed to practice in the State of California (State Bar Number 258964). I was retained by AES Huntington Beach Energy, LLC to provide real estate development and project finance legal consulting services for the Huntington Beach Energy Project (“HBEP”).
2. I prepared or caused to be prepared portions of the testimony set forth in Section I.C.4 of the Project Owner’s Opening Testimony relating to real estate development and project finance legal issues affecting the development of HBEP. Such testimony is in support of the Petition to Amend for HBEP and is based on my independent analysis of data from reliable documents and sources, in addition to my 8 years of professional experience and knowledge.
3. It is my professional opinion that the information provided to the California Energy Commission as set forth in Section I.C.4 of the Project Owner’s Opening Testimony relating to real estate development and project finance legal issues affecting the development of HBEP is valid and accurate with respect to the issues addressed therein.
4. I am personally familiar with the facts and conclusions set forth in Section I.C.4 of the Project Owner’s Opening Testimony relating to the real estate development and project finance legal issues discussed therein and, if called as a witness, could testify competently thereto.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: 10/25/16


Seth Richardson