

First American Title Insurance Company

Exhibit C. NRG Industrial Park Title Abstract

Issuing Office File No.: **12950/100397-01**

1. Commitment Date: **October 27, 2003**
2. Policy or Policies to be issued: Amount of Policy:
 - (a) Owner's Policy \$N/A
ALTA Owner's Policy (10-17-92)
Proposed Insured:

N/A
 - (b) Loan Policy: \$To be determined
ALTA Loan Policy (10-17-92)
Proposed Insured:

To be determined
3. A **FEE SIMPLE** interest in the land described in this Commitment is owned, at the Commitment Date, by:

NRG New Roads Holdings, L.L.C., a Delaware limited liability company
4. The land referred to in this Commitment is described as follows:

See "Schedule A, Item 4 (Continued)" Attached Hereto and Made a Part Hereof

Baronne Title Co., Inc.
8555 United Plaza Boulevard, 5th Floor
Baton Rouge, Louisiana 70809

Dated this ____ day of December, 2003

Baronne Title Co., Inc.

Robert W. Scheffy, Jr.
Direct Telephone: (225) 248 2032
Direct Fax: (225) 248 3032

By: _____
Robert W. Scheffy, Jr.,
Authorized Signatory

First American Title Insurance Company

SCHEDULE A, Item 4

Issuing Office File No.: 12950/100397-01

Policy No. **FA- COMMITMENT**

Parcel 1 - Farmland Property:

A certain tract or parcel of land located in Sections 3, 4, 37, & 38, Township 4 South, Range 11 East, Pointe Coupee Parish, Louisiana, designated as **Cajun II - Farmland Tract**, on a map of survey prepared by Neel-Schaffer, Inc. Brown & Butler, dated September 4, 1996, last revised March 3, 2000, entitled "ALTA/ACSM Land Title Survey of a 2428.6± Acre Tract in Sections 31, 32, 86 and 87, T-4-S, R-10-E, and Sections 3, 4, 5, 6, 35, 37 and 38, T-4-S, R-11-E, Pointe Coupee Parish, Louisiana" being more particularly described according to the map of survey as follows:

From a POINT OF REFERENCE being the Southeast corner of Section 85, T-4-S, R-10-E thence proceed N 14° 30'00" E a distance of 792.00' to a point and corner; thence proceed N 14° 15'40" E a distance of 1654.81' to the POINT OF BEGINNING.

Thence from said POINT OF BEGINNING, proceed N 71° 14'40" E a distance of 6430.36' to a point and corner;

thence proceed N 16° 55'57" W a distance of 253.77' to a point and corner;

thence proceed N 71° 21'02" E a distance of 2891.01' to a point and corner;

thence proceed N 76° 02'17" E a distance of 394.16' to a point and corner on the westerly right-of-way line of LA. Highway 981;

thence proceed S 36° 28'35" E along said right-of-way line, a distance of 340.83' to a point and corner;

thence proceed S 23° 26'38" E along said right-of-way line, a distance of 1350.818' to a point and corner;

thence proceed S 23° 51'38" E along said right-of-way line, a distance of 24.8' to a point and corner;

thence proceed N 68° 53'47" E, crossing LA. Highway 981 to the top of the right descending bank levee of the Mississippi River, a distance of 202.772' to a point and corner;

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SCHEDULE A, Item 4 (Continued)

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Policy No. **FA- COMMITMENT**

thence proceed N 60° 26'28" E a distance of 462.252' to a point and corner;

thence proceed N 53° 54'46" E a distance of 400.308' to a point and corner;

thence proceed N 54° 19'00" E a distance of 345.443' to the right descending bank of the Mississippi River;

thence continue N 54° 19'00" E to the mean low water line of the Mississippi River a distance of ± 143' and corner;

thence proceed upstream along said mean low water line a distance of ± 11,250' to a point and corner, being the intersection with the extension of the westerly property line of Cajun II - Farmland Tract;

thence proceed S 27° 42'53" W a distance of ± 465' to the right descending bank of the Mississippi River;

thence continue S 27° 42'53" W crossing the right descending bank Mississippi River Levee and the Louisiana Highway 981 right-of-way to a point and corner on the southerly right-of-way line, a distance of 1106.39';

thence continue S 27° 42'53" W a distance of 8554.645' to a point and corner; thence proceed S 14° 15'40" W a distance of 184.80' to the POINT OF BEGINNING.

LESS AND EXCEPT: a 13.00 acre tract for the Pointe Coupee Parish Prison located in the Northwest corner of said Cajun II Farmland Tract, fronting 650' on Louisiana Highway 981 and having a depth of ± 875' as shown on the map of survey.

Parcel 2 - Ballpark Tract:

A certain 15 acre tract or parcel of land, located in Sections 31 & 32, Township 4 South - Range 10 East, Pointe Coupee Parish, Louisiana, and being more particularly described as follows:

From a POINT OF REFERENCE being the Northeast corner of Section 87, T-4-S, R-10-E proceed S 0° 44'39" E a distance of 1657.62' to a point and corner;

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SCHEDULE A, Item 4 (Continued)

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thence proceed N 69° 52'18" W a distance of 330.50' to a point and corner,

thence proceed N 63° 15'05"W a distance of 335.83' to a point and corner,

thence proceed S 21° 47'53"W a distance of 5991.98' to the POINT OF BEGINNING.

Thence from said POINT OF BEGINNING, continue S 21° 47'53" W a distance of 1143.40' to a point and corner on the northerly right-of-way line of the Union Pacific Railway Company;

thence proceed N 51° 00'40" W along said northerly right-of-way line a distance of 240.80' to a point and corner;

thence proceed along a curve to the right, being 25' east of and parallel to the centerline of a railroad spur, having a radius of 930.37', the long chord of which bears N 8° 19'39" W - 945.49', a distance of 991.79' to a point and corner;

thence proceed N 19° 23'19" E a distance of 254.68' parallel to said centerline of a railroad spur to a point and corner;

thence proceed S 68° 12'07" E a distance of 715.28' to the POINT OF BEGINNING and containing 15.00 acres.

End of Schedule A, Item 4

First American Title Insurance Company

SCHEDULE B-SECTION 1 REQUIREMENTS

Issuing Office File No.: 12950/100397-01

The following requirements must be met:

1. Pay and/or disburse the agreed amounts for the interest in the land to be insured and/or according to the mortgage to be insured.
2. Pay us the premiums, fees and charges for the policy.
3. Pay all taxes and/or assessments, levied and assessed against the land, which are due and payable.
4. The following documents, satisfactory to us, creating the interest in the land and/or the mortgage to be insured, must be signed, delivered and recorded.
 - a. Act of Mortgage, in a form approved by the Company, by NRG New Roads Holdings, L.L.C. in favor of the proposed Insured under the Loan Policy, to be recorded in the official records of Pointe Coupee Parish, Louisiana; and
 - b. Resolution of NRG New Roads Holdings, L.L.C. granting it's officer(s) authority to execute the Mortgage on its behalf, to be recorded in the official records of Pointe Coupee Parish, Louisiana.
5. Execution of the Seller/Owner's Affidavit by owners herein disclosing all facts relative to mechanics', laborers' and materialmen's liens and all facts relevant to parties in possession of the premises to be insured. The Company reserves the right to make additional requirements in relation thereto.
6. Furnish a current survey, showing the improvements and certified to First American Title

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SCHEDULE B-Section 1 (Continued)

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Policy No. FA-COMMITMENT

Insurance Company, prepared by a registered land surveyor, dated not more than 180 days prior to the date of the transaction to be insured.

- a. The survey should be certified as follows: "This is to certify to First American Title Insurance Company and [the Insured] that this map or plat and the survey on which it is based were made in accordance with the "Minimum Standard Detail Requirement for ALTA/ACSM Land Surveys", jointly established and adopted by ALTA and ACSM in 1999; and meets the accuracy requirements of a survey, as defined therein."
 - b. Item 2 of Schedule B, Section 2, will be deleted upon submission of the survey, but the Company reserves the right to make additional requirements and to take appropriate exceptions upon review of the survey.
7. Payoff and/or cancellation of the following adverse inscriptions:
- a. Statement of Claim and Privilege dated June 30, 2003 by AKM, L.L.C. against Louisiana Generating, L.L.C. and NRG New Roads Holdings, L.L.C. in the amount of \$282,901.37, recorded August 8, 2003 at MOB 336, Entry No. 44, official records of Pointe Coupee Parish, Louisiana.

End of Schedule B - Section 1

First American Title Insurance Company
SCHEDULE B-SECTION 2
EXCEPTIONS

Issuing Office File No.: 12950/100397-01

Any policy we issue will have the following exceptions, unless they are taken care of to our satisfaction:

1. Any rights, interests, or claims of parties in possession of the land not shown by the public records.
2. Any rights, interests or claims affecting the land which a correct survey would disclose and which are not shown by the public records.
3. Any lien for services, labor, or materials in connection with improvements, repairs or renovations provided before, on, or after Date of Policy, not shown by the public records.
4. Any dispute as to the boundaries caused by a change in the location of any water body within or adjacent to the land prior to Date of Policy, and any adverse claim to all or part of the land that is, at Date of Policy, or was previously, under water.
5. Taxes or special assessments not shown as liens in the public records or in the records of the local tax collecting authority, at Date of Policy.
6. Any minerals or mineral rights leased, granted or retained by prior owners.
7. General and special taxes or assessments for 2003 and subsequent years not yet due and payable.
8. Any dispute as to the boundaries caused by a change in the location of any water body within or adjacent to the land prior to Date of Policy, and any adverse claim to all or part of the land that is, at Date of Policy, or was previously, under water.

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SCHEDULE B-Section 2 (Continued)

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9. Servitude for the Mississippi River Levee traversing said property.
10. Rights of the State of Louisiana and the public in and to any portion of the property lying on the riverside of the levee traversing the property.
11. Rights of the United States of America, State of Louisiana and the public, generally, in and to that portion of the property below the mean high water mark of the Mississippi River.
12. The Company does not insure the true and actual mean low water line of the Mississippi River or the dimension or acreage of any batture, alluvion, or dereliction.
13. Rights of the port commission of the State and/or municipalities to construct necessary works on the property as provided in Civil Code Article 460.

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SCHEDULE B-Section 2 (Continued)

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14. Rights of the State of Louisiana or of the United States of America to make or repair levees.
15. Rights of others, as expressed in Civil Code Article 501, in or to the proportional ownership of any accretion, dereliction, alluvion and/or batture adjacent to, connected with, or comprising the insured estate or any interest therein.
16. Right of Way to Texas & Pacific Railway Company as shown on map of survey prepared by Neel-Schaffer, Inc. Brown & Butler, dated September 4, 1996, last revised March 27, 2000, entitled "ALTA/ACSM Land Title Survey of a 2428.6± Acre Tract in Sections 31, 32, 86 and 87, T-4-S, R-10-E, and Sections 3, 4, 5, 6, 35, 37 and 38, T-4-S, R-11-E, Pointe Coupee Parish, Louisiana". **Affects Parcel 2 only.**
17. General Permit to South Central Bell Telephone Company dated July 9, 1976 and recorded July 29, 1976 at COB 134, Entry No. 40, official records of Pointe Coupee Parish, Louisiana. **Affects Parcel 2 only.**
18. General Permit to South Central Bell Telephone Company dated July 9, 1976 and recorded July 29, 1976 at COB 134, Entry No. 41, official records of Pointe Coupee Parish, Louisiana. **Affects Parcel 1 only.**
19. General Permit to South Central Bell Telephone Company dated September 24, 1979 and recorded October 4, 1979 at COB 171, Page 45, official records of Pointe Coupee Parish, Louisiana. **Affects Parcel 1 only.**
20. Right of Way for State Route Louisiana Highway 981 from Cajun Electric Power Cooperative, Inc. to the State of Louisiana recorded March 7, 1979 at COB 162, Entry 211, official records of Pointe Coupee Parish, Louisiana. **Affects Parcel 1 only.**
21. Lack of right of access to public road from Parcel 2.

End of Schedule B - Section 2