



12600 Hill Country Blvd., Suite R-275
Bee Cave, TX 78738

LETTER OF INTENT TO LEASE PROPERTY
Raymondville, Texas Bitcoin Data Center Development

Date: June 6, 2025

From:
A.R.T. Digital Energy, LLC
12600 Hill Country Blvd., Suite R-275
Bee Cave, TX 78738
("Tenant")

To:
Lucky Nino
14308 Emma Ross Rd
Raymondville Tx 78580
("Landlord")

1. Purpose

This Letter of Intent ("LOI") outlines the preliminary understanding between Lucky Nino ("Landlord") and A.R.T. Digital Energy, LLC ("Tenant") regarding a land lease in **Raymondville, Texas** for the development and operation of a **10–15MW Bitcoin data center**. This LOI is non-binding, except as otherwise stated, and is intended to guide the negotiation of a definitive Lease Agreement.

2. Property and Acreage

Tenant proposes to lease approximately **5 to 6 acres**, with the potential to expand based on verified electric power availability from AEP Texas. Final acreage will be determined through diligence and infrastructure feasibility.

3. Lease Rate

Tenant shall pay a lease rate of **\$1,000 per acre per month to “Landlord”**.

4. Lease Term

The initial lease term will be **15 years**, commencing on the effective date of the definitive Lease Agreement. Tenants shall have the right to renew for one (1) additional **15-year term** under the same or mutually agreed-upon terms.

5. Assignment

Tenant intends to assign its leasehold interest to **A.R.T. TX08, LLC**, a wholly owned subsidiary, upon or after execution of the Lease Agreement. Landlord consents to such assignment, provided the assignee remains under common control and in good standing.

6. Power Availability & Expansion

Lease execution is contingent upon confirmation from **AEP Texas** regarding **available megawatt capacity** at the site. Should available capacity exceed initial estimates, the lease may expand to additional acreage to accommodate a larger build-out in excess of a 10–15MW facility.

7. GIS / Land Report Reference

The subject property is referenced by the following coordinates and mapping details for GIS and legal due diligence purposes:

- **Decimal Coordinates:**
 - Latitude: **26.433109**
 - Longitude: **-97.781314**
 - **DMS Coordinates:**
 - **26°25'59.2"N 97°46'52.7"W**
 - **County:** Willacy County, Texas
 - **Approximate Use:** Agricultural/Rural open land
 - **Proximity:** Located near the major utility infrastructure, within development range of Raymondville, TX
 - **Proposed Use:** Construction and operation of a modular Bitcoin mining data center and related electrical substation or infrastructure.
 - **Parcel ID / Legal Description (to be confirmed during diligence)**
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8. Due Diligence

Tenant shall be granted **45 days** from the execution of this LOI to perform due diligence, including but not limited to title review, environmental assessment, soil testing, and utility infrastructure verification.

9. Exclusivity

Landlord agrees not to solicit or negotiate lease or sale terms with third parties for the subject property during a **45-day exclusivity period** following execution of this LOI.

10. Confidentiality

Both parties agree to maintain confidentiality regarding this LOI and its terms, except where disclosure is required by law or to financial, legal, or operational advisors.

11. Non-Binding Nature


This LOI is non-binding except for Sections 7 (Due Diligence), 8 (Exclusivity), 9 (Confidentiality), and 12 (Governing Law), which are legally enforceable. All other terms are expressions of intent and subject to a mutually executed Lease Agreement.

12. Governing Law

This LOI shall be governed by and construed in accordance with the laws of the State of Texas.

Acknowledged and Agreed:

Lucky Nino Signed by:
By: 
Name: Lucky Nino
Date: June 5, 2025

A.R.T. Digital Energy, LLC DocuSigned by:
By: 
Name: Logan W. Rice
Title: Chief Financial Officer
Date: June 5, 2025