PERMIT NO. 7375-015-0156-E-01-0
ISSUANCE DATE: 09/26/2025

GEORGIA
DEPARTMENT OF NATURAL RESOURCES

ENVIRONMENTAL PROTECTION DIVISION

Air Quality Permit

In accordance with the provisions of the Georgia Air Quality Act, O.C.G.A. Section 12-9-1, et seq and the Rules, Chapter 391-3-1, adopted pursuant to and in effect under that Act,

Facility Name: **The Keep 2 Campus**

Facility Address: **78 Bates Road SE**
Cartersville, Georgia 30120 Bartow County

Mailing Address: **7135 S Decatur Boulevard**
Las Vegas, NV 89118

Facility AIRS Number: **04-13-015-00156**

is issued a Permit for the following:

The construction and operation of a data center consisting of emergency standby stationary generators.

This Permit is conditioned upon compliance with all provisions of The Georgia Air Quality Act, O.C.G.A. Section 12-9-1, et seq, the Rules, Chapter 391-3-1, adopted and in effect under that Act, or any other condition of this Permit.

This Permit may be subject to revocation, suspension, modification or amendment by the Director for cause including evidence of noncompliance with any of the above; or for any misrepresentation made in Application No. 29677 dated April 23, 2025; any other applications upon which this Permit is based; supporting data entered therein or attached thereto; or any subsequent submittals or supporting data; or for any alterations affecting the emissions from this source.

This Permit is further subject to and conditioned upon the terms, conditions, limitations, standards, or schedules contained in or specified on the attached **10** pages.

STATE OF GEORGIA
CONSTITUTION
WISDOM JUSTICE MODERATION
1776

Jeffrey W. Cown

Jeffrey W. Cown, Director
Environmental Protection Division

1. General Requirements

1.1 At all times, including periods of startup, shutdown, and malfunction, the Permittee shall maintain and operate this source, including associated air pollution control equipment, in a manner consistent with good air pollution control practice for minimizing emissions. Determination of whether acceptable operating and maintenance procedures are being used will be based on information available to the Division which may include, but is not limited to, monitoring results, opacity observations, review of operating and maintenance procedures, and inspection or surveillance of the source.

1.2 The Permittee shall not build, erect, install or use any article, machine, equipment or process the use of which conceals an emission which would otherwise constitute a violation of an applicable emission standard. Such concealment includes, but is not limited to, the use of gaseous diluents to achieve compliance with an opacity standard or with a standard that is based on the concentration of a pollutant in the gases discharged into the atmosphere.

1.3 The Permittee shall submit a Georgia Air Quality Permit application to the Division prior to the commencement of any modification, as defined in 391-3-1-.01(pp), which may result in air pollution and which is not exempt under 391-3-1-.03(6). Such application shall be submitted sufficiently in advance of any critical date involved to allow adequate time for review, discussion, or revision of plans, if necessary. The application shall include, but not be limited to, information describing the precise nature of the change, modifications to any emission control system, production capacity and pollutant emission rates of the plant before and after the change, and the anticipated completion date of the change.

1.4 Unless otherwise specified, all records required to be maintained by this Permit shall be recorded in a permanent form suitable for inspection and submission to the Division and shall be retained for at least five (5) years following the date of entry.

1.5 In cases where conditions of this Permit conflict with each other for any particular source or operation, the most stringent condition shall prevail.

2. Allowable Emissions

2.1 The Permittee shall not discharge or cause the discharge into the atmosphere from the main emergency generators (Source Code: MGEN), house emergency generators (Source Code: HGEN), and emergency fire pump engine (Source Code: FP) nitrogen oxides (NOx) emissions greater than 249 tons during any consecutive twelve-month period.
[Avoidance of 40 CFR 52.21]

2.2 The Permittee must operate the emergency generators only when electric power from the local utility is not available and for less than 200 hours per year.
[391-3-1-.02(2)(mmm)7]

For each emergency generator that cannot meet the definition of *Emergency standby stationary engine* found in Georgia Rule 391-3-1-.02(2)(mmm)4, the Permittee shall not discharge, or cause the discharge, into the atmosphere, from each engine, any gases which contain nitrogen oxides (NOx) in excess of 80 ppm at 15% oxygen, dry basis, during the ozone season. For purposes of this permit, the ozone season is defined as the time period beginning May 1 and ending September 30.

2.3 The Permittee shall only fire diesel fuel with a maximum sulfur content of 15 ppm and either a minimum cetane index of 40 or a maximin aromatic content of 35 volume percent in the emergency generators and emergency fire pump (Source Codes: MGEN, HGEN, & FP).
[40 CFR 60.4207(b), 40 CFR 1090.305, and 391-3-1-.02(2)(g) (subsumed)]

2.4 The Permittee shall comply with all applicable provisions of 40 CFR Part 60 New Source Performance Standards (NSPS) Subpart A, "General Provisions" and Subpart IIII, “Standards for Stationary Compression Ignition Internal Combustion Engines,” for the operation of main emergency generators (Source Code: MGEN), house emergency generators (Source Code: HGEN), and emergency fire pump engine (Source Code: FP), as applicable.
[40 CFR 60, Subparts A and IIII]

2.5 The Permittee shall comply with the 40 CFR 63, Subpart A, “General Provisions” and 40 CFR 63, Subpart ZZZZ, “National Emissions Standards for Hazardous Air Pollutants for Stationary Reciprocating Internal Combustion Engines [RICE]” for operation of the main emergency generators (Source Code: MGEN), house emergency generators (Source Code: HGEN), and emergency fire pump engine (Source Code: FP) by complying with 40 CFR 60 Subpart IIII, “Standards for Stationary Compression Ignition Internal Combustion Engines.”
[40 CFR 63, Subparts A and ZZZZ]

2.6 The Permittee shall not discharge or cause the discharge into the atmosphere from the emergency generators and fire pump (Source Codes: HGEN, MGEN, & FP) any visible emissions the opacity of which is in excess of the following:
[40 CFR 60.4205(b), 40 CFR 60.4202(a)(2), 40 CFR 60.4202(b)(2), 40 CFR 1039.105(b), and 391-3-1-.02(2)(b)1 (subsumed)]

a. 20 percent during the acceleration mode,

b. 15 percent during the lugging mode,

c. 50 percent during the peaks in either the acceleration or lugging modes.

2.7 The Permittee must operate the emergency generators (Source Codes: MGEN and HGEN) according to the following requirements of 40 CFR 60.4211 and 40 CFR 63.6640. In order for the engine to be considered an emergency stationary internal combustion engine under this subpart, any operation other than emergency operation, maintenance and testing, and operation in non-emergency situations for 50 hours per year, as described below is prohibited. If the Permittee does not operate the engine according to the requirements below, the engine will not be considered an emergency engine under this subpart and must meet all requirements for non-emergency engines:
[40 CFR 63.6640(f) and 40 CFR 60.4211(f)]

a. No time limit on the use of the emergency generators in emergency situations.

b. The emergency generators may be operated for maintenance checks and readiness testing for a maximum of 100 hours per calendar year. The Permittee may petition the Administrator for approval of additional hours to be used for maintenance checks and readiness testing, but a petition is not required if the owner or operator maintains records indicating that federal, state, or local standards require maintenance and testing of emergency ICE beyond 100 hours per calendar year.

c. The emergency generators may be operated for a maximum of 50 hours per calendar year in non-emergency situations. The 50 hours of operation in non-emergency situations are counted as part of the 100 hours per calendar year for maintenance and testing specified in Paragraph b. Except as provided in Condition 2.7.c.i, the 50 hours per calendar year for non-emergency situations cannot be used for peak shaving or non-emergency demand response, or to generate income for a facility to an electric grid or otherwise supply power as part of a financial arrangement with another entity.

i. The 50 hours per year for non-emergency situations can be used to supply power as part of a financial arrangement with another entity if all of the following conditions are met:

(A) The engine is dispatched by the local balancing authority or local transmission and distribution system operator;

(B) The dispatch is intended to mitigate local transmission and/or distribution limitations so as to avert potential voltage collapse or line overloads that could lead to the interruption of power supply in a local area or region.

(C) The dispatch follows reliability, emergency operation or similar protocols that follow specific NERC, regional, state, public utility commission or local standards or guidelines.

(D) The power is provided only to the facility itself or to support the local transmission and distribution system.

(E) The Permittee identifies and records the entity that dispatches the engine and the specific NERC, regional, state, public utility commission or local standards or guidelines that are being followed for dispatching the engine. The local balancing authority or local transmission and distribution system operator may keep these records on behalf of the engine owner or operator.

2.8 The Permittee shall not discharge or cause the discharge into the atmosphere from the diesel-fired emergency generators (Source Codes: HGEN and MGEN) and the fire pump (Source Code: FP) any emissions of non-methane hydrocarbons and nitrogen oxides (NMHC+NOx), hydrocarbons (HC), nitrogen oxides (NOx), carbon monoxide (CO), and particulate matter (PM) in an amount exceeding the emissions standards specified in 40 CFR 60.4205(b).
[40 CFR 60.4205(b), 40 CFR 60.4202(b)(2), and 40 CFR 1039, Appendix I(b)]

2.9 Fuel oil fired in the emergency generators and fire pump (Source Codes: HGEN, MGEN, and FP) shall be distillate fuel oil. Distillate fuel oil means fuel oil that complies with the specification for fuel oil number 1 or 2 as defined by the American Society or Testing and Materials (ASTM) standard ASTM D396, "Standard Specifications for Fuel Oils."
[391-3-1-.03(2)(c)]

2.10 The Permittee shall limit the total annual hours of operation of the fire pump (Source Code: FP) to not exceed 100 hours during any twelve consecutive months.
[Avoidance of 40 CFR 52.21]

3. Fugitive Emissions

3.1 The Permittee shall take all reasonable precautions with any operation, process, handling, transportation, or storage facilities to prevent fugitive emissions of air contaminants.

4. Process & Control Equipment

4.1 Each of the emergency generators shall be operated and maintained according to the manufacturer's emission-related written specifications/instructions or procedures developed by the Permittee that are approved by the engine manufacturer, over the entire life of the engine. In addition, the Permittee shall only change those emission-related settings that are permitted by the manufacturer.
[40 CFR 60.4211(a)]

5. Monitoring

5.1 Any continuous monitoring system or device required by the Division and installed by the Permittee shall be in continuous operation except during calibration checks, zero and span adjustments or period of repair. Maintenance or repair shall be conducted in the most expedient manner to minimize the period during which the system is out of service.
[391-3-1-.02(6)(b)1]

5.2 The Permittee shall install, calibrate, maintain, and operate a system to monitor and record the indicated parameters on each emergency generator and fire pump. Where such performance

specification(s) exist, each system shall meet the applicable performance specification(s) of the Division's monitoring requirements.
[391-3-1-.02(6)(b)1; 40 CFR 63.6625(f); 40 CFR 60.4209(a)]

a. A non-resettable hour meter to continuously record and track the hours operated during emergency service and the hours operated in non-emergency service (maintenance and/or testing).

b. A system to record the reason the engine was in operation during emergency and/or nonemergency service, and to record the cumulative total hours of emergency operation and non-emergency operation.

c. A system to monitor the generator output load (in kilowatts electric, KWe) from each emergency generator. Data shall be recorded at least each hour the generator is operated. The generator output data shall be used to determine the average monthly measured operating load from each emergency generator.

5.3 The Permittee shall operate and maintain emergency generators (Source IDs: HGEN and MGEN), including air pollution control and monitoring equipment, in a manner consistent with good air pollution control practices for minimizing emissions at all times, including during startup, shutdown, and malfunction. The Permittee must monitor continuously at all times each emergency generator is operating, except for monitor malfunctions, associated repairs, required performance evaluations, and required quality assurance or control activities.

A monitoring malfunction is defined as any sudden, infrequent, not reasonably preventable failure of the monitoring to provide valid data. Monitoring failures that are caused in part by poor maintenance or careless operation are not considered to be malfunctions. data recorded during monitoring malfunctions, associated repairs, and required quality assurance or control activities may not be used in data averages and calculations used to report emission or operating levels. The Permittee must, however, use all the valid data collected during all other periods.
[40 CFR 63.6605(b) and 40 CFR 63.6635(b) and (c)]

5.4 The Permittee shall verify that each shipment of diesel fuel oil received for combustion in each emergency generator (Source Codes: HGEN and MGEN) and the fire pump (Source Code: FP) is distillate oil, No. 2 fuel oil, No. 2 diesel fuel oil or ultra-low sulfur diesel fuel oil and that the oil complies with the requirements of Condition 2.9. Verification shall consist of either of the following:

a. Fuel oil receipts obtained from the fuel supplier certifying that the oil is distillate oil, No. 2 fuel oil, No. 2 diesel fuel oil or very low sulfur diesel fuel oil. Fuel supplier certification shall include the following information; (1) the name of the oil supplier and (2) a statement from the oil supplier that the oil complies with the specifications under the definition of distillate fuel oil or

b. Analysis of the fuel oil conducted by methods sampling and analysis, which have been specified or approved by the Division.

6. Performance Testing

6.1 The Permittee shall cause to be conducted a performance test at any specified emission point when so directed by the Division. The following provisions shall apply with regard to such tests:

a. All tests shall be conducted and data reduced in accordance with applicable procedures and methods specified in the Division's Procedures for Testing and Monitoring Sources of Air Pollutants.

b. All test results shall be submitted to the Division within sixty (60) days of the completion of testing.

c. The Permittee shall provide the Division thirty (30) days prior written notice of the date of any performance test(s) to afford the Division the opportunity to witness and/or audit the test, and shall provide with the notification a test plan in accordance with Division guidelines.

d. All monitoring systems and/or monitoring devices required by the Division shall be installed, calibrated and operational prior to conducting any performance test(s). For any performance test, the Permittee shall, using the monitoring systems and/or monitoring devices, acquire data during each performance test run. All monitoring system and/or monitoring device data acquired during the performance testing shall be submitted with the performance test results.

7. Notification, Reporting and Record Keeping Requirements

7.1 The Permittee shall submit written notification of startup to the Division within 15 days after such date. The notification shall be submitted to:
Mr. Sean Taylor
Stationary Source Compliance Program
4244 International Parkway, Suite 120
Atlanta GA 30354

7.2 The Permittee shall maintain monthly operating records for each emergency generator in emergency and non-emergency service, as recorded on the non-resettable hour meter required for each generator in Condition 5.2. The Permittee shall record the time of operation of the engine, including readiness testing and/or maintenance checks, operational load, and the reason the engine was in operation during that time. Records shall be maintained for a period of five (5) years after the date of each occurrence, measurement, maintenance, corrective action, report, or record in a format suitable for inspection by or submission to the Division.
[40 CFR 63.6660, and 40 CFR 60.4214(b), and 391-3-1-.02(6)(b)1]

7.3 The Permittee shall use monthly operating time data required by Condition 7.2 to calculate monthly the twelve-month rolling total of operating time for each emergency generator for each consecutive twelve-month period. All the calculations shall be kept as part of the records required in Condition 7.2. The Permittee shall notify the Division in writing within 15 days if the twelve-month rolling total operating time for any emergency generator in HGEN or MGEN equals or exceeds 200 hours. This notification shall include an explanation of how the Permittee intends to comply with Condition 2.2.
[391-3-1-.02(2)(mmm)7 and 391-3-1-.02(6)(b)1]

7.4 The Permittee shall use monthly operating time data required by Condition 7.2 to calculate the monthly twelve-month rolling total of operating time the fire pump (Source Code: FP) for each consecutive twelve-month period. All the calculations shall be kept as part of the records required in Condition 7.2. The Permittee shall notify the Division in writing within 15 days if the twelve-month rolling total operating time for the unit equals or exceeds 100 hours. This notification shall include an explanation of how the Permittee intends to comply with Condition 2.10.
[Avoidance of 40 CFR 52.21 and 391-3-1-.02(6)(b)1]

7.5 The Permittee shall use monthly non-emergency service operating time records required by Condition 7.2 to calculate monthly the twelve-month rolling total of the non-emergency service operating time for the generators for each consecutive twelve-month period. All the calculations shall be kept as part of the records required in Condition 7.2. The Permittee shall notify the Division in writing within 15 days if the twelve-month rolling total of non-emergency service operating time for any generator equals or exceeds 100 hours. This notification shall include an explanation of how the Permittee intends to comply with Condition 2.7.
[40 CFR 60.4211(f)(3) and 40 CFR 63.6640(f)]

7.6 The Permittee shall demonstrate compliance with emission standards specified in 40 CFR 60, Subpart IIII for emergency generators (Source Codes: HGEN and MGEN) by purchasing an engine certified to the emission standards in 40 CFR 60.4205(b) for the same model year and maximum engine power. The engine must be installed and configured according to the manufacturer's emission-related specifications. These records shall be maintained in a format suitable for inspection or submittal.
[40 CFR 60.4211(c)]

7.7 The Permittee shall comply with 40 CFR 60 Subpart IIII for the fire pump (Source Code: FP) by purchasing an engine certified to the emission standards in §60.4205(c), as applicable, for the same model year and NFPA nameplate engine power. The engine must be installed and configured according to the manufacturer's emission-related specifications, except as permitted in paragraph (g) of §60.4211.
[40 CFR 60.4211(c)]

7.8 The Permittee shall keep records verifying that each shipment of diesel fuel oil received for firing the emergency generators at the facility complies with the applicable requirements in Condition 2.3 and 2.9. Verification shall consist of the fuel oil receipts and/or fuel supplier certifications, or results of analyses of the fuel oils conducted by methods of sampling and analysis, which have been specified or approved, by the EPA or the Division. These records shall be kept available for inspection or submittal for five (5) years from the date of record. [391-3-1-.02(6)(b)1]

7.9 The Permittee shall use the operational data (hours and load) measured and recorded per Condition 7.2 and calculate monthly NOx emissions, each calendar month, from all emergency engines. All demonstration calculations shall be kept as part of the records required by Condition 7.2. The Permittee shall notify the Division in writing within 15 days if the monthly total combined NOx emissions for the emergency generators (Source Codes: MGEN or HGEN) and the emergency fire pump (Source Code: FP) equal or exceed 20.75 tons during any calendar month. This notification shall include an explanation of how the Permittee intends to maintain compliance with the emission limits in Condition 2.1. Monthly NOx emissions from the facility shall be determined using the following equation:
[391-3-1-.02(6)(b)1 and 40 CFR 52.21 Avoidance]

Total Monthly NOx Emissions (tons/month):

$$NO_x\,(tons) = \frac{\sum_{i=1}^{n}\left(ER_L + (ER_H - ER_L) * \left[\left(\frac{L - L_L}{L_H - L_L}\right)\right](lb/hr)\right)_i * (Hrs_i)}{2000\ (lbs/tons)}$$

Where:

ER_L = When the monthly measured generator load is greater than 10%, the mass emission rate for each engine load at the next lower load for which there is a mass emission rate (pound per hour). For operating loads less than 10%, the mass emission rate shall be equal to the mass emission rate at 10% load.

ER_H = When the monthly measured generator load is greater than 10%, the mass emission rate for each engine load at the next higher load for which there is a mass emission rate (pounds per hour). For operating loads less than 10%, the mass emission rate shall be equal to the mass emission rate at 10% load.

L = Average monthly measured generator load of each generator (%) where the average monthly measured generator load is based on actual monthly generator operating hours.

L_L = When the monthly measured generator load is greater than 10%, the operating load for each engine at the next lower load for which there is test data. For operating loads less than 10%, the operating load shall be equal to 10% load.

L_H = When the monthly measured generator load is greater than 10%, the operating load for each engine at the next higher load for which there is test data. For operating loads less than 10%, the operating load shall be equal to 10% load.

Hrs = The total operating hours for each individual emergency generator at the given month as verified by the non-resettable hour meter.

i = Individual emergency generator and emergency fire pump (Source Codes: MGEN, HGEN and FP).

n = Number of emergency generators and emergency fire pumps at the site.

7.10 The Permittee shall use the monthly records required in Condition 7.9 to calculate the twelve-month rolling total of NOx emissions from the facility for each calendar month. All the calculations shall be kept as part of the records required in Condition 7.2. The Permittee shall notify the Division in writing within 15 days if any of the twelve-month rolling total of the NOx emissions exceeds 249 tons for main emergency generators, house generators, and emergency fire pumps. This notification shall include an explanation of how the Permittee intends to attain future compliance with the NOx emission limits in Condition 2.1.
[Avoidance of 40 CFR 52.21]

7.11 The Permittee shall maintain a copy of the manufacturer's written operating and maintenance instructions or operating and maintenance procedures developed by the Permittee that are approved by the engine manufacturer for the generators (Source Codes: HGEN and MGEN) and the fire pump (Source Code: FP). These records shall be maintained in a format suitable for inspection or submittal.
[40 CFR 60.4211(a)]

7.12 If the Permittee operates emergency generators (Source Codes: HGEN and MGEN) as specified in Condition 2.7.c.i. the Permittee shall submit an annual report according to the requirements of 40 CFR 63.6650(h).
[40 CFR 60.4211(a), 40 CFR 63.6650(h), and 40 CFR 60.4214(d)]

8. Special Conditions

8.1 At any time that the Division determines that additional control of emissions from the facility may reasonably be needed to provide for the continued protection of public health, safety and welfare, the Division reserves the right to amend the provisions of this Permit pursuant to the Division's authority as established in the Georgia Air Quality Act and the rules adopted pursuant to that Act.

8.2 The Permittee shall calculate and pay an annual Permit fee to the Division. The amount of the fee shall be determined each year in accordance with the "Procedures for Calculating Air Permit Application & Annual Permit Fees."

8.3 Within twelve months of startup of the emergency generators (Source Codes: MGEN and HGEN) and emergency fire pump (Source Code: FP), the Permittee is required to submit a complete application to the Division for a Part 70 (Title V) permit.
[40 CFR 70.5(a)(1)(i)]