SECOND AMENDED AND RESTATED POWER PURCHASE AND SALE AGREEMENT

between

PACIFIC GAS AND ELECTRIC COMPANY

(as "Buyer," as further defined herein)

and

RUSSELL CITY ENERGY COMPANY, LLC

(as "Seller")

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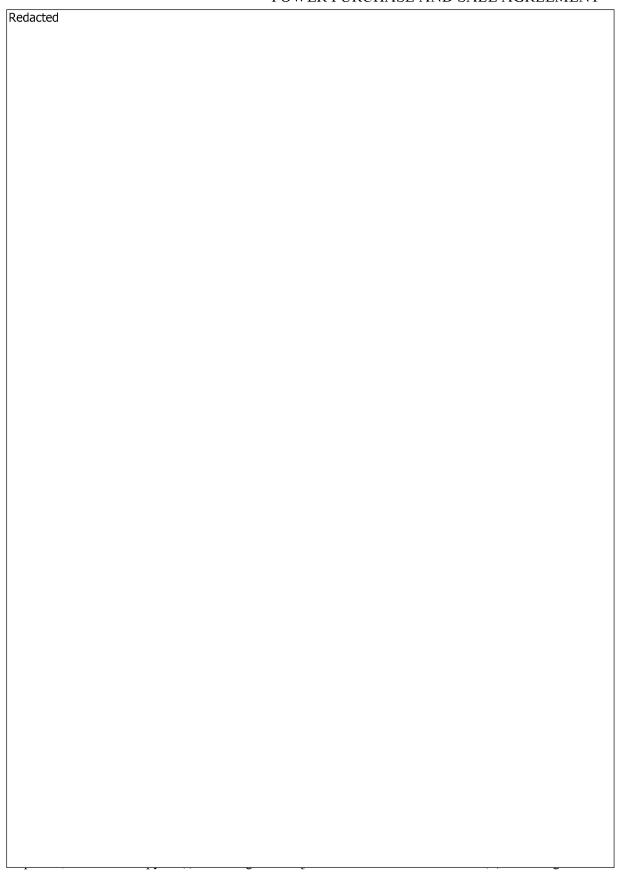
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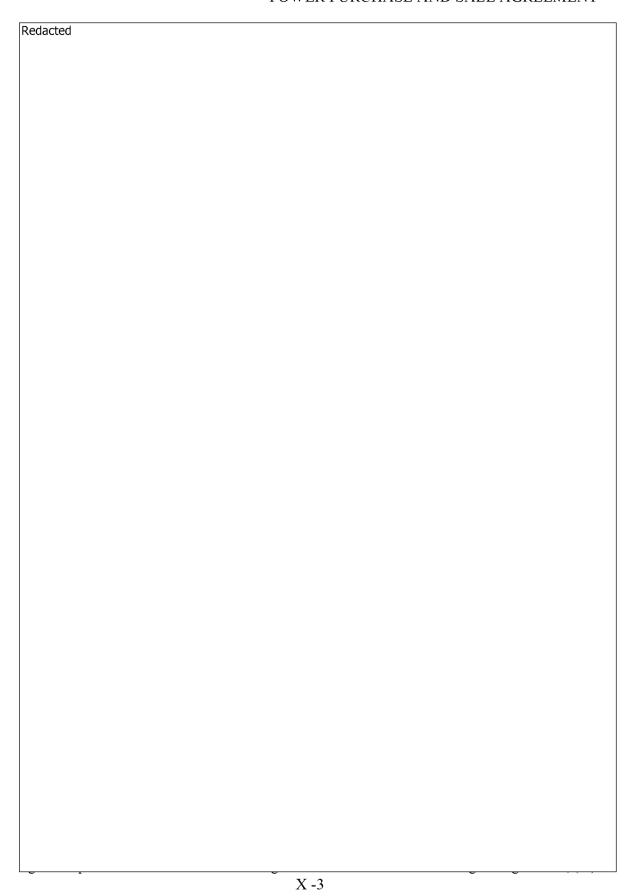
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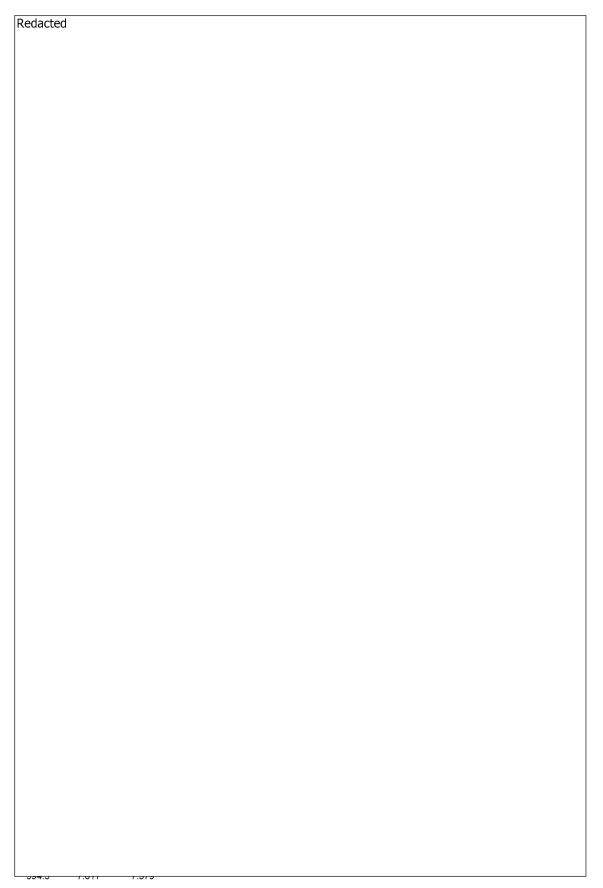
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