

FIRST AMENDMENT  
TO  
POWER PURCHASE AGREEMENT  
BETWEEN  
PACIFIC GAS AND ELECTRIC COMPANY  
AND  
RONALD F. OTT AND CARLENE A. OTT

On December 29, 1983, Pacific Gas and Electric Company and Ronald F. Ott and Carlene A. Ott entered into a power purchase agreement (Agreement). Seller wishes to amend that section of Article 3(d) which specifies the limit of the Facility's actual rate of delivery into the PGandE system.

Therefore, the parties agree as follows:

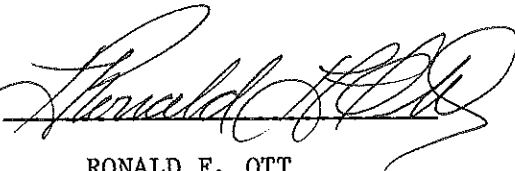

Article 3(d) is hereby amended to read:


"To avoid exceeding the physical limitations of the interconnection facilities, Seller shall limit the Facility's actual rate of delivery into the PGandE system to \_\_\_\_\_ kW. <sup>1</sup>

<sup>1</sup> To be determined upon execution of the Special Facilities Agreement for the Facility".

All other provisions of the Agreement remain unchanged. This Amendment is effective as of the last date set forth below.

RONALD F. OTT AND CARLENE A. OTT      PACIFIC GAS AND ELECTRIC COMPANY

By:       By:   
RONALD F. OTT      E. E. HALL

      Title: Chief Generation Planning  
CARLENE A. OTT      Engineer

Title: Owner

Date Signed: 3/25/85      Date Signed: 4/4/85