

FIRST AMENDMENT TO
LONG-TERM ENERGY AND CAPACITY
POWER PURCHASE AGREEMENT
BETWEEN
PYROPOWER CORPORATION

AND

PACIFIC GAS AND ELECTRIC COMPANY
(Dated November 11, 1984)

*11/11/84 Pyropwr
shall / Mt. Poso*

WHEREAS, in its letter dated October 1, 1985, Pacific Gas and Electric Company ("PGandE") agreed that Pyropower Corporation ("Pyropower") could relocate its Mt. Poso cogeneration project within the Mt. Poso oil field, and

WHEREAS, Pyropower has found an alternate project site within the Mt. Poso oil field,

THEREFORE, Pyropower and PGandE hereby agree to amend the LONG-TERM ENERGY AND CAPACITY POWER PURCHASE AGREEMENT BETWEEN PYROPOWER CORPORATION AND PACIFIC GAS AND ELECTRIC COMPANY as follows:

The facility location referenced in Article 3, PURCHASE OF POWER, paragraph (b) shall be changed to read as follows:

Township 27S, Range 28E, section 18,
MDB&M, Kern County, California.

Except as expressly amended herein, all terms and conditions of the power purchase agreement shall remain unchanged.

PGandE's agreement to this First Amendment is expressly conditioned on Pyropower's warranty and representation that the alternate project site is within the Mt. Poso oil field.

IN WITNESS WHEREOF, the parties hereto have caused this First Amendment to Long-Term Energy and Capacity Power Purchase Agreement to be executed by their duly authorized representatives as of the last date set forth below:

PYROPOWER CORPORATION

PACIFIC GAS AND
ELECTRIC COMPANY

By: *F.R. Augustine*

KBN By: *Michael N. Foubert*

Title: *V.P.*

Title: Executive Vice President

Date Signed: *6-5-86*

Date Signed: July 16, 1986