

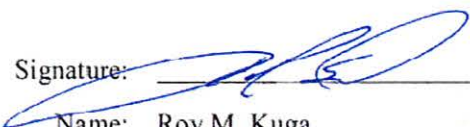
Agreement Execution

In WITNESS WHEREOF, each Party has caused this Agreement to be duly executed by its authorized representative as of the dates provided below:

DESERT SUNLIGHT HOLDINGS, LLC

PACIFIC GAS AND ELECTRIC COMPANY

Signature: *Lisa Bodensteiner*
Name: *Lisa Bodensteiner*
Title: *VP, Business Development*
Date: *2/24/10*

Signature: 
Name: Roy M. Kuga
Title: VP – Energy Supply Management
Date: *2/24/10*