



Energy Procurement
Contract Management

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**FIRST AMENDMENT TO THE POWER PURCHASE AGREEMENT BETWEEN ECOS ENERGY LLC,
AND PACIFIC GAS AND ELECTRIC COMPANY.**

THIS FIRST AMENDMENT ("First Amendment") is entered into by and between PACIFIC GAS AND ELECTRIC COMPANY ("PG&E") and ECOS ENERGY, LLC ("Ecos Energy") for the Facility described as the Kettleman Solar Project.

PG&E and Ecos Energy may be referred to herein individually as "Party" and collectively as "Parties." All capitalized terms not defined herein shall have the meaning set forth in the PPA, as defined below.

RECITALS

Whereas, the Parties desire to amend the PPA in order to reflect a modification in Facility location;

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein, PG&E and Ecos Energy agree as follows.

1. Amendment of the PPA

(a) The first sentence of Section 2.1.1 of the PPA, Facility location, shall be deleted and replaced with the following:

The Facility is located at:

14239 East Kettleman Lane
Lodi, CA, 95240

(b) The second paragraph of Section 2.1.8 of the PPA, name and address of electric service account, shall be deleted and replaced with the following:

14239 East Kettleman Lane
Lodi, CA, 95240

2. No Other Modifications

No provision of the PPA other than the terms addressed in this First Amendment shall be deemed modified, amended, waived, or otherwise affected by this First Amendment. If there is a conflict between the terms of the PPA, and those of the First Amendment, this First Amendment shall control.

IN WITNESS WHEREOF, each Party has caused this First Amendment to be executed by its authorized representative, effective as of the date of last signature hereunder. By signing this First Amendment, the representatives of the Parties warrant that they have requisite authority to bind their respective principals.

Pacific Gas and Electric Company	Ecos Energy, LLC
By: <i>Fong Wan</i>	By: <i>TIMOTHY H. YOUNG</i>
Title: <i>SVP Energy Procurement</i>	Title: <i>VICE PRESIDENT</i>
Date: <i>5/20/2013</i>	Date: <i>MAY 9, 2013</i>