

**THIRD AMENDMENT**

This THIRD AMENDMENT ("Third Amendment") is entered into effective as of July 29, 2015 ("Third Amendment Effective Date") by and among Pilot Power Group, Inc ("Pilot" or "Buyer") and San Diego Gas & Electric Company ("Seller" or "SDG&E") SDG&E and Buyer are sometimes referred to herein individually as a "Party" and collectively as the "Parties."

WHEREAS, Buyer and Seller entered into an EEI Master Power Purchase & Sale Agreement Confirmation Letter dated as of February 28, 2013 (the "Agreement")

WHEREAS, Buyer and Seller entered into a First Amendment to EEI Confirmation on July 29, 2013.

WHEREAS, Buyer and Seller entered into a Second Amendment to EEI Confirmation on April 1, 2014

WHEREAS, Buyer and Seller now desire to amend the Agreement again, under the terms and conditions set forth in this Third Amendment

NOW, THEREFORE, for mutual and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows

All capitalized terms not otherwise defined herein shall have the meanings attributed to them in the Agreement.


**1.0 Exhibit A:**

Exhibit A shall be deleted in its entirety and replaced with the amended Exhibit A attached hereto to reflect the full pool of resources constituting the Project utilized by Seller to provide Product during the Delivery Period


2.0 **No Other Modification.** Except as modified and amended herein, all other terms and conditions of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Parties have read this Third Amendment, understand it and agree to be bound by its terms.

Buyer: PILOT POWER GROUP, INC

By:   
Name: JOHN S. FRIEDRICH  
Title: DIRECTOR, ORIG & DEV

Seller: SAN DIEGO GAS & ELECTRIC COMPANY

By:   
Name: Dan Baerman  
Title: Director Origination & Portfolio Design

Approved as to legal form \_\_\_\_\_

**AMENDED EXHIBIT A**

<b>CEC RPS Certification ID</b>	<b>Facility Name</b>	<b>CAISO Resource ID</b>	<b>WREGIS ID</b>	<b>Location/County</b>
60441A	Olivenhain Municipal Water District	SDG&E meter only	W710	Encinitas, CA
61211A	NRG Solar Borrego I LLC	BREGGO6SOLAR	W2874	Borrego Springs, CA
60652A	Campo Verde Solar (Southern Company)	CPVERD2SOLAR	W3591	Imperial Valley, CA
60850A	Cascade SunEdison (RAM 2)	DEVERS1SOLAR	W3862	Sun Fair, CA
61590A	Catalina Solar (EDF)	CATLNA2SOLAR	W2785	Mojave, CA
60837A	Centinela Solar Energy	CNTNLA2SOLAR1	W3805, W3961, W3964, W4011, W3880	Calexico, CA
60837A	Centinela Solar Energy Expansion	CNTNLA2SOLAR2	W4132, W4133, W4134	Calexico, CA
60029A	Coram Energy, LLC	MIDWD7CORAMB	W317	Tehachapi, CA
61657A	Imperial Solar Energy Center-South (formerly Tenaska Imperial Solar Energy Center South)	CSLR4S2SOLAR	W3278, W3553, W3620, W3511, W3531	Calexico, CA
62046A	Desert Green Solar Farm LLC	BREGGO6DEGRSL	W4365	Borrego Springs, CA
61292A	Mount Signal Solar Farm	IVSLRP2SOLAR1	W3592, W3931, W3994	Imperial Valley, CA
61671A	Manzana Wind	MANZNA2WIND	W3105	Tehachapi, CA
60481A	MM San Diego Energy (Miramar)	MSHGTS6MMARLF	W424	San Diego, CA
61400A	Ocotillo Wind Energy Facility	OCTILO5WIND	W3259, W3692	Imperial Valley, CA
60433A	Otay Landfill I	OTAY6UNITB1	W558	Chula Vista, CA
60434A	Otay Landfill II	OTAY6UNITB1	W559	Chula Vista, CA
62328A	Otay Landfill V	OTAY6LNDFL5	W3535	Chula Vista, CA
62329A	Otay Landfill VI	OTAY6LNDFL6	W3536	Chula Vista, CA
61555A	Pacific Wind, LLC	ROSMDW2WIND1	W2779	Tehachapi, CA
62898A	San Geronio Westwinds II (RAM3)	GARNET2WIND1	W235	Palm Springs, CA
60435A	San Marcos Energy LLC	SMRCOS6LNDFIL	W707	San Marcos, CA
61840A	Sol Orchard San Diego 20 LLC	CRELMN6GRAMON1	W3863	Ramona, CA
62435A	Sol Orchard San Diego 21 LLC	CRELMN6GRAMON2	W3846	Ramona, CA
61839A	Sol Orchard San Diego 22 LLC	VLCNTR6VCSLR1	W3865	Valley Center, CA
62436A	Sol Orchard San Diego 23 LLC	VLCNTR6VCSLR2	W3866	Valley Center, CA
60011A	Sycamore Landfill	CHILLS1SYCENG	W730	Santee, CA
60374A	Oak Creek Wind Power, LLC	OAKWD6ZEPHWD	W495	Mojave, CA
60486A	Sycamore Energy 2	CHILLS7UNITA1	W731	Santee, CA