



**AMENDMENT NUMBER 1 TO PG&E PROPSAL NUMBER 2 BETWEEN PACIFIC
GAS AND ELECTRIC COMPANY AND CONTRA COSTA COUNTY**

This Amendment No. 1 to Proposal Number 2 ("First Amendment") is entered into as of this ____ day of _____ 2015 between Pacific Gas and Electric Company ("PG&E") and Contra Costa County ("Customer"), each being referred to individually as a "Party" and collectively as the "Parties."

RECITALS

WHEREAS, PG&E and Customer entered into the PG&E Products and Services Agreement, dated March 30, 2011 ("Agreement") for the provision of streetlight replacement services by PG&E; and

WHEREAS, PG&E and Customer entered into Proposal Number 2, dated November 7, 2014 ("Proposal No. 2"), which is subject to the terms and conditions of the Agreement; and

WHEREAS, PG&E and Customer desire to amend Proposal No. 2 to extend the term.

NOW, THEREFORE, in consideration of the promises and the mutual obligations and covenants contained in this First Amendment, and for other good and valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, PG&E and Customer hereby amend Proposal No. 2 as follows:

1. In the Description of Services section of the Agreement, the second paragraph which reads: "Estimated minimum number of days to complete scope of work: 45 days" is deleted in its entirety and replaced with the following:

"Estimated minimum number of days to complete scope of work: 2 years and 7 months."
2. This First Amendment may be executed in any number of counterparts, each of which when so executed and delivered, shall be deemed an original, but all such counterparts taken together shall constitute only one instrument.
3. Except as expressly modified by the terms of this First Amendment, all other terms and conditions of Proposal No. 2 remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have caused this First Amendment to be executed by their duly authorized representatives as of the date set forth above.

CUSTOMER		PACIFIC GAS AND ELECTRIC COMPANY	
Signature:	_____	Signature:	_____
Print Name:	_____	Print Name:	_____
Title:	_____	Title:	_____
Date:	_____	Date:	_____