

29631

FIRST AMENDMENT

To

Natural Gas Vehicle Fueling Station Agreement

The City of Long Beach, a Municipal Corporation, ("CITY") and Clean Energy, a California corporation ("CE") are parties to a Natural Gas Vehicle Fueling Station Agreement (the "AGREEMENT") approved by the City Council on May 16, 2006. This amendment of the AGREEMENT is entered into by and between the CITY, acting by and through its designated representative, and CE, acting by and through its designated representative. The undersigned hereby amends said AGREEMENT as herein set forth:

- A. Appendix A is amended by deleting the following Station: Southeast Resource Recovery Facility – 120 Pier S Avenue (the "SERRF Station");
- B. CE hereby agrees to remove the two remaining dispensers at the SERRF Station. Following such removal, CE shall be released from any and all liabilities and obligations under the Agreement with respect to the SERRF Station;
- C. The amendments to the Agreement shall not prejudice any present or future rights, remedies, benefits, or powers belonging or accruing to CITY or CE under the terms of the Agreement herein amended; and
- D. Except as expressly provided herein, the Agreement shall remain unaffected, unchanged, and unimpaired by reason of the foregoing amendments.

Amendment AGREED TO this the 7th day of April, 2009.

CITY OF LONG BEACH,
A MUNICIPAL CORPORATION:

By: [Signature] Assistant City Manager
City Manager

CLEN ENERGY, a California corporation

By: [Signature]
James N. Harger
Senior Vice President, Marketing & Sales

APPROVED AS TO FORM:

City Attorney

APPROVED AS TO FORM
4-7, 2009
ROBERT E. SHANNON, City Attorney
By: [Signature]
RICHARD ANTHONY
DEPUTY CITY ATTORNEY