

**THIRD AMENDMENT TO THE
GAS SERVICES AGREEMENT**

31076

This Third Amendment to the Gas Services Agreement ("Third Amendment") dated May 24, 2018 is by and between **SHELL ENERGY NORTH AMERICA (US) L.P.**, ("Shell Energy") and the **CITY OF LONG BEACH** ("Long Beach"). Shell Energy and Long Beach may be referred to herein collectively as the "Parties" and singularly as a "Party."

WHEREAS, the Parties have entered into that certain Gas Services Agreement effective as of April 1, 2009, hereinafter referred to as the "Contract"; and

WHEREAS, the Parties amended the Contract pursuant to the First Amendment to the Gas Services Agreement dated and effective as of March 31, 2012 (the "First Amendment"); and

WHEREAS, the Parties amended the Contract pursuant to the Second Amendment to the Gas Services Agreement dated and effective as of February 27, 2015 (the "First Amendment"); and

WHEREAS, the Parties desire to further amend the Contract under the terms of this Third Amendment.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein and in the Contract, the Parties hereto do hereby covenant and agree as follows:

In Article 4.1 (Term), the term of the Contract shall be extended for an additional three (3) years by deleting the date "March 31, 2018" and replacing it with "March 31, 2021."

This Third Amendment shall be effective as of June 1, 2018.

Except as expressly amended by this Third Amendment, the Contract shall remain in full force and effect and in accordance with its terms and conditions.

IN WITNESS WHEREOF, the Parties hereto have caused this Third Amendment to be executed on its behalf by its duly authorized officer, all as of the date first written above.

SHELL ENERGY NORTH AMERICA (US), L.P. CITY OF LONG BEACH

BY: *David A. Yell*
NAME: DAVE YELL
TITLE: ATTORNEY IN FACT

BY: *Tom Modica*
NAME: Tom Modica
TITLE: Assistant City Manager

EXECUTED PURSUANT
TO SECTION 301 OF
APPROVED AS TO FORM
THE CITY CHARTER
5.9^o 20 18

CHARLES PARKIN City Attorney
By *[Signature]*
RICHARD ANTHONY
DEPUTY CITY ATTORNEY