

Change Order Request

Liquid Fuel Treatment, Storage, Off Loading

Presented To:

Venezuela

Guarenas Power Plant

By

DERWICK

DERWICK ASSOCIATES CORP.



Proposal No. T-1009-D

June 11, 2010

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Guarenas**

1.0 Introduction

Derwick Associates Corp. (“DAC”) proposal to furnish and install an expansion to the Liquid Fuel System in Phase I. The scope of work includes the Engineering and installation of the following:

- 2 ea DFO Truck Unloading Bays
- 2 ea DFO Unloading Pump Skids
- 2 ea DFO Forwarding Pump Skids
- 1 ea DFO Treatment Skid with two Centrifuges
- 1 ea Raw DFO Tank Expansion
- 1 ea Treated DFO Tank Expansion

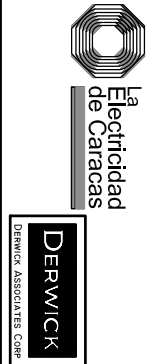
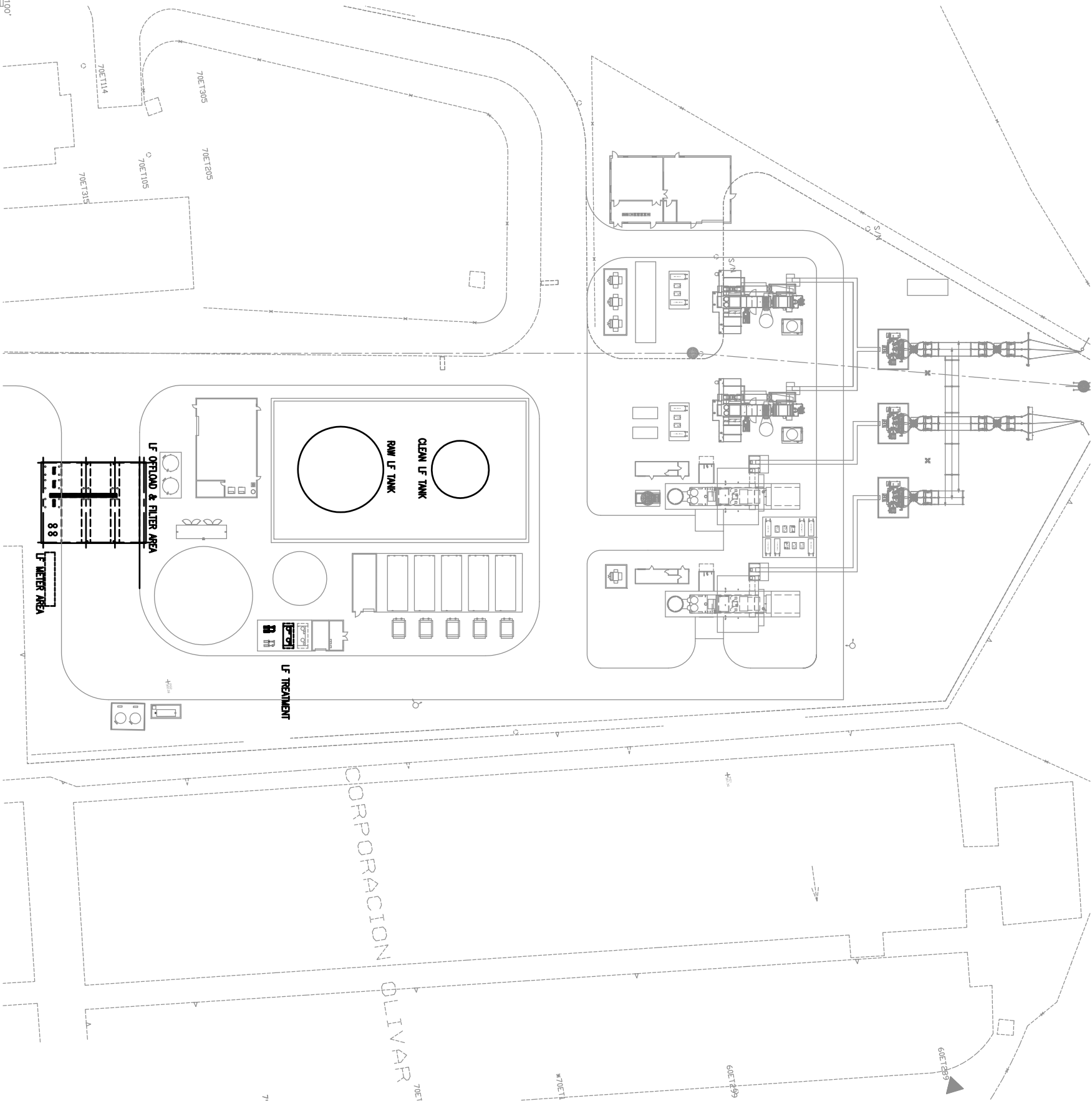
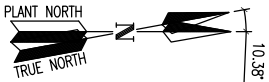
The following sections of this TSD provide more detail on the Liquid Fuel Expansion scope of this proposal.

Section 2.0 Equipment List - Detailed Division of Responsibility between Owner and Contractor:

Note: The Owner has purchased two (2) dual fueled GE LM 6000 PC Sprint GTGs and two (2) dual fueled LM 2500+ GTG's for this project. This change order Scope of Work is to add liquid fuel capability to the Balance of Plant.

Material/Responsibility	Qty	Description
OWNER Will Provide		
	1 Lot	Project Site free and clear of rock and ground water
	1 Lot	#2 Diesel Fuel Supply Delivered to the Plant Boundary by truck.
	1 Lot	Diesel Fuel Supply for Commissioning and Startup
	1 Lot	Permits for, Building, Construction, Operations, etc.
	1 Lot	Construction & Commissioning Auxiliary Power, 480V three phase power
	1 Lot	Import Duties and Taxes
Contractor – ProEnergy EPC Responsibility		
Civil / Structural		
	1 Lot	Site Excavation, and final grading
	1 Lot	Design and Installation of Plant Concrete Foundations
Buildings		
	2	Truck off-loading facilities including pumps
	1	Expansion of DFO Treatment Shed
Mechanical		
	1	Treated Fuel Storage Tank Expansion of 100,000 gallon
		Raw DFO Storage Tank Expansion of 250,000 gallon
	1	DFO Treatment Skid with two Centriguges
	1	LM 6000 Diesel Fuel Oil Injection Pump Skid
	1	LM 6000 Diesel Fuel Oil Duplex Filter Skids
	4	Liquid Fuel unloading pumps
	1	Liquid Fuel Metering
	1	Fire Water Foam System Expansion
Electrical		
	2	Diesel Fuel Forwarding Pumps
	1	13.8KV / 480 V 250 KVA Aux. Transformer DP 100

Material/Responsibility	Qty	Description
	1	DFO Treatment 480 V MCC
	1 Lot	BOP 480 V / 120 V Transformers, Lights, Panels etc.
	1 Lot	Cathodic Protection for underground steel piping
I&C	1 Lot	Plant Instrumentation
	1	Interconnect to Plant DCS System
Construction	1 Lot	Construction Tools, Rental Equipment & Rental Cranes
	1 Lot	Temporary Power Distribution
	1 Lot	Local Subcontractor(s) Electrical & Mechanical Craft Labor
	1 Lot	Transportation of all Contractor supplied BOP equipment
	1 Lot	Construction Offices, Storage, Temporary Facilities and Utilities
Engineering	1 Lot	Conceptual and Detail Design Engineering (Total Plant)
Project Management	1 Lot	Project Management with Scheduling, QA/QC, safety, and training
	1 Lot	Plant Start-up, Commissioning and Testing
	1 Lot	Overall Plant Training



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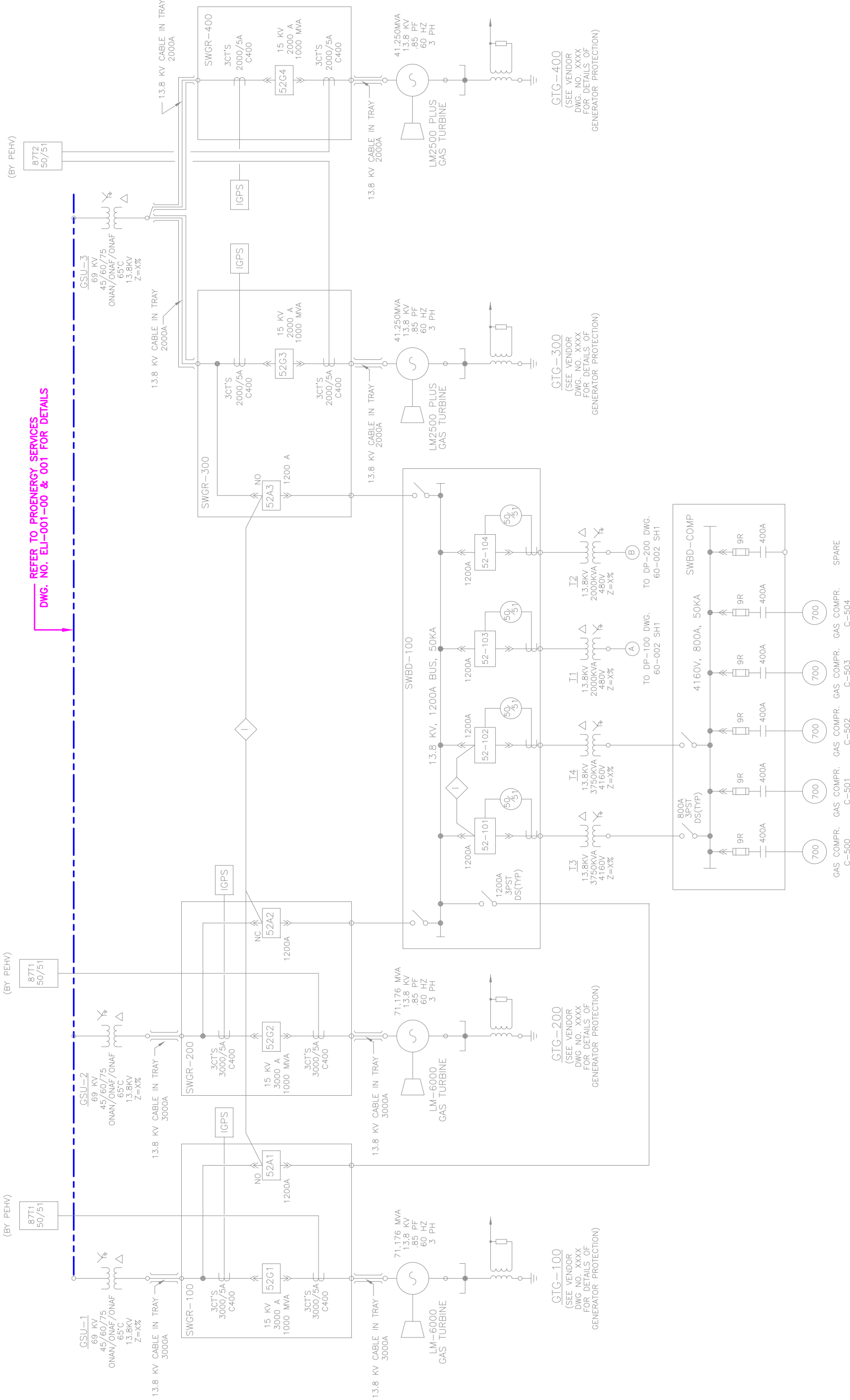
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GENERAL ARRANGEMENT PLAN			
LIQUID FUEL CHANGE ORDER T-1009D			
GUARENAS POWER PLANT			
GUARENAS	DWG NO.	SHEET NO.	REV
T-1009	10-001	4	0

REFER TO PROENERGY SERVICES
DWG. NO. ELI-001-00 & 001 FOR DETAILS



REVISED		CUSTOMER INFORMATION									

