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October 7, 2009

Derwick Associates
Edif. La Piramide
Piso 2, Ofic. 202
Prados del Este
Caracas, Venezuela 1060

Attn: Pedro Trebbau Lopez

Dear Sir,

Based on the request from EDC for GSU Transformers meeting their specification and capable of handling the output of each of the LM6000 machines which are to be installed at the TACOA plant, we are pleased to provide our quotation.

This proposal is based on transformers manufactured in China and delivered to the Port of Shanghai. ProEnergy would then provide ocean shipment from Shanghai to the Port of LaGuira on a cost plus 10% basis.

The EDC specification was utilized to develop this proposal. However, EDC should review the attached technical summary of the transformers we are quoting and make its own evaluation as to whether these transformers fully meet the requirements of EDC.

Scope

The basic scope of supply includes the following with additional accessories as described in the attached technical specifications.

GSU Transformer Rating: 45/60/75 MVA (ONAN/ONAF/ONAF) @ 65° C Rise
Voltage Rating: 13.8 KV to 69 KV, 3 Phase, 60 Hz
HV Termination: Insulated Bushings for Overhead Line
LV Termination: Insulated Bushings in Enclosure with Bottom Exit for Insulated Cables
On – Load Tap Changer

See Detailed Technical Specifications (Attached)

Price

The price of Each Transformer FOB Port of Shanghai, China is US\$ 980,400.00.

Delivery

150 Days from Order and receipt of Down Payment.

Validity

The price of this additional scope is valid for 45 days from this offer.

Thank you for your consideration.

Sincerely,
ProEnergy EPC Services

A handwritten signature in blue ink, appearing to read "David Whisenhunt".

David Whisenhunt
President

Cc: Neil Karr
WT Stewart
Kent McAllister
Craig DeWees

**ProEnergy Services EPC
Power Transformer Specification
Taco LM6000 Power Plant**

Qty **3**

Ratings **45/60/75 MVA, 69/13.8 KV, HV DETC, vector group YNd**

MVA **ONAN/ONAF/ONAF** at **65C** Rise,

75 MVA **CU** windings **60 HZ** , **three-phase, two winding**

Location **Venezuela**

Altitude (Ft. above MSL) **100**

Average Ambient Temperature (Deg. F) **80**

Average Relative Humidity (%) **70**

Seismic Zone **4** Special Seismic Requirements **None**

Environment Contamination Level (IEEE Std C57.19.100-1995) **Heavy**

Plant Access for Freight **Rail & Truck**

Application **Outdoor**

Standard high voltage, full capacity energized taps at +/- 10 at 1% with switch provisions for padlocking. Overhead door type cover for low voltage and neutral bushing connections with spade type connectors for cable.

Cooling Fans at 120 V 1 phase auto controlled from winding temperature
Standard ANSI accessories for alarms and control and sudden pressure trip

Supply (2) bushing current transformers on each HV and LV Bushing for relay accuracy, (1) bushing current transformer on Neutral bushing.

Supply Station Type Lightning Arrestors on High Voltage side (mounted off transformer).

Supply Oil

Quote Installation supervision at Site Manufactured and **tested per NEMA and ANSI standards**

The following components to be included in scope of supply:

- a) Bushings – HV Top mounted.
- b) HV Surge Arrestors
- c) Oil - Ergon (type I only) or Nynas (or equivalent to be suggested by customer and acceptable to customer and to be available)
- d) Pressure relief device
- e) Analog dial type oil level and temperature gauges
- f) Sudden pressure relay
- g) Cooling control cubicle components

Near Field Sound Pressure Level (dbA) at 3 Feet Impedance at base rating	85 approx 10%
Vector Group LV leads HV by 30° Winding Material	100% Copper
Maximum Winding Hot Spot Rise Above Ambient (°C)	80

Type of Insulating Material	100% Copper
Insulating Material Preservation	Manufacturer Specified / Standard

Regulated Winding	HV Winding
Tap Changer Type	On-Load
Tap Changer Control	4-20 MA Motor Driven
Number of Steps Plus - Increment	10 @ 1%
Number of Steps Minus - Increment	10 @ 1%

High Voltage, HV Rated Line Voltage (kV)	69
Bushing Material	Porcelain
BIL (kV)	110
Minimum Porcelain Creep Distance (Inches)	72
Termination Compartment	N/A
Termination Type	spade
HO Neutral Bushing BIL (kV)	N/A

Low Voltage, XV Rated Line Voltage (kV)	13.8
Bushing Material	Porcelain
BIL (kV)	60
Minimum Porcelain Creep Distance (Inches)	15.5
Termination Compartment	Cable Exit Bottom
Termination Type	spade
HO Neutral Bushing BIL (kV)	110

Neutral Grounding Equipment	
Connection Point	HV Winding(s)
Method	Direct
Rated Voltage (kV)	0.277
Resistor	NO

Surge Arresters
 3 HV side with Min MCOV Rating 54 (kV) - Mounted Off Transformer,
 Discharge Counters N/A

Current Transformers

Current transformers:

HV 2 Relaying 600:5 MR C800 200

LV 2 Relaying 2000:5 MR C800 200

Xo 1 Relaying 400:5 MR C800 200

Include: Winding Temperature Indicator, Oil Temperature Indicator, Oil Level Gauge, Pressure Gauge and Relief Valve, Sudden Pressure Relay

Include Technical Services quotation

Three (3) days Technical Supervision at first filling

Three (3) days Technical Supervision at Power up

Include quotation

HV Bushing, LV Bushing, Neutral Bushing, Full Set of Gaskets.

Manufacturer Recommended Start-Up Spare Parts

Required Testing Manufacturer's Standard Testing:

Codes and Standards Include appropriate one

Follow All the Latest Applicable Standards and Codes Including but Not Limited To

American National Standards Institute (ANSI)

American Society of Testing and Materials (ASTM)

ASTM D3487-88

Institute of Electrical and Electronic Engineers (IEEE)

Transfer of Title (Jobsite, Port of Entry, or Other) **At Port of Shanghai**

Price: FOB Port of Shanghai, China; Delivery 150 Days, can be earlier subject to delivery of MR switch supplied from Germany.

Supply Bond, 100%, 12 months from date of order

Warranty, **18 months minimum** from date of delivery

Extended Warranty (5 year) N/A

Freight to **NEAREST PORT**

Transfer of title at **NEAREST PORT**

Generator Step Up Transformer (GSU)**Manufacture plant:**

T9003B

Rev. 0

DATE 08/07/09

POWER TRANSFORMER PERFORMANCE SPECIFICATION**FOR**ProEnergy EPC Services
Taco Power Plant LM6000**ITEM No.**

Type	Cooling	H Winding		X Winding		Y Winding	
Core form	Core Type	kV	69	kV	13.8	kV	0
3 Phase	ONAN	MVA	45	MVA	45	MVA	
60 Hertz	ONAF	MVA	60	MVA	60	MVA	
65 °C. Temp Rise	ONAF	MVA	75	MVA	75	MVA	

ADDITIONAL APPROXIMATE VOLTAGES

H Winding	± 10 @ 1% On Line Tap Changer
X Winding	(none)
Y Winding	(none)

CONNECTIONS FOR OPERATION

Transf. in Bank	To Transform From	Connected	To Transform to	Connected
1	13.8 KV. 3 Phase	delta	69 KV. 3 Phase	grd. wye

DIELECTRIC TESTS

Applied Voltage (to other windings & ground)		Induced Voltage (phase-ground)	
H Winding (kV)	Per ANSI	One-hour level (kV)	Per ANSI
X Winding (kV)		Enhancement level (kV)	
Y Winding (kV)			

BASIC IMPULSE LEVEL			IMPEDANCE VOLTS (Percent)		PERFORMANCE DATA LOADING	
H Line kV	350		H to X % 10 (69 to 13.8 KV) at 45 MVA		H Winding kV	69 MVA
H Neutral kV	110				X Winding kV	13.8 MVA
X Line kV	110				Y Winding kV	MVA
X Neutral kV						
Y Line kV						

SOUND LEVEL dB(A)	Per NEMA	AUXILIARY LOSS (kW)	55KW (No Load) 290KW (Total Loss)
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PERFORMANCE DATA

<u>Excitation</u>	<u>Exciting Current</u>	<u>No-Load Loss</u>	<u>Total Loss</u>	<u>Percent Regulation</u>	
100% V	(%)	(kW)	(kW)	<u>100% PF</u>	<u>80% PF</u>
110% V	(%)	(kW)		1.70	11.20
Exciting current at base MVA					

APPROXIMATE DIMENSIONS (inches). WEIGHTS (pounds): Not for construction purposes

Outline Drawing No. SAT				Shipping	
Height Overall		5400		3700	
Length / Depth		7900		6300	
Width		5300		2900	
Height over Case					
Untanking Height					
Core and Coils					45,000 kg
Case and Fittings					20,000 kg
Oil (XXXX Gals.)					21,000 kg
Total Weight					86,000 kg
Shipping (heaviest piece)					60,000 kg
Shipped in dry air or nitrogen					

Remarks: Liquid preservation System with Inert Gas Pressure System.