



2031 Adams Road
Sedalia, Missouri 65301

tel 660.829.5100
fax 660.829.1160

January 14, 2008

Julio Sansonetti
Electricidad de Caracas
Edificio La Electricidad de Caracas
Avenida Vollmer. Urbanización San Bernardino.
Caracas. Apartado Postal 2299. Caracas 1010-A

Re: Summary of Refurbishment Activities and Warranty Coverage for the Recently Purchased 2 GE LM2500PE Gas Turbine Packages (the "GT Packages")

Dear Julio:

ProEnergy Services differentiates our company from other vendors and equipment suppliers because we are more than just a reseller of gas turbine and power equipment. Our company also has the experience, facilities and resources to provide complete repair and refurbishment services, as well as installation, startup and O&M services, which permits us to offer extended warranty coverage to our customers for their supplied equipment.

In the case of DERWICK Associates, we have procured the two GT Packages which are currently going through our shop in which the following services are being performed: disassembly, inspection, repair/refurbish/replace components as necessary, paint, and reassembly. Also, as part of these activities, both gas generators will be sent to Germany to an authorized GE repair shop (which will include their standard warranties for the refurbishing of those gas generators).

Pursuant to, and as part of, the terms of the contact for the purchase of the GT Equipment ProEnergy Services is also pleased to provide DERWICK Associates with an extended warranty to cover defects in the supplied equipment or our workmanship for the longer of :

Twelve (12) months from the installation of the GT Equipment at buyer's site or eighteen (18) months from the date the equipment is ready to ship from ProEnergy Services facility, whichever occurs first.

On behalf of ProEnergy Services I thank you for the opportunity to perform these services on behalf of DERWICK Associates and the confidence you instill in us. If we can be of any further assistance, please do not hesitate to contact me or any of my ProEnergy colleagues.

Very truly yours,

Jeff Canon

A handwritten signature in black ink, appearing to read "Jeff Canon". The signature is fluid and cursive, with the first name "Jeff" and last name "Canon" clearly distinguishable.

CEO and President
ProEnergy Services