



2031 Adams Road
Sedalia, Missouri 65301

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March 10, 2009

Subject: Proposal for 1 X LM2500 Gas Turbine Generator Package

Attention: Frank Oldread

Dear Frank:

ProEnergy Services is pleased to provide this proposal to your company for one (1) LM2500PE gas turbine generator package.

Our pricing is valid for 10 days and the major equipment offered in this proposal is subject to prior sale. It is anticipated that the equipment will be available for removal from the existing site on April 1, 2009.

ProEnergy Services appreciates the opportunity to submit this proposal and looks forward to the receipt of an expression of interest from you. Please feel free to contact me at (660) 829-5100 or on my cell at (530) 632-1083 if you have questions in regard to this proposal or need more information.

Thank you for your consideration.

Regards,

A handwritten signature in black ink, appearing to read "Mike D. Horn", is written over the printed name.

Michael D. Horn
Director of O&M Services

Confidentiality

This Proposal is submitted in confidence for evaluation by Buyer. Its contents are proprietary to Seller. By taking receipt of this Proposal, Buyer agrees not to reveal its contents in whole or in part beyond those persons in its own organization necessary to properly evaluate this Proposal or to perform any resulting contract. Buyer shall not reveal the contents of this Proposal to a third party or make copies of this Proposal without the prior written consent of Seller. Buyer shall return this entire Proposal to the undersigned, if Buyer does not accept this Proposal.

. GAS TURBINE GENERATOR SET SCOPE OF SUPPLY

We are offering one (1) natural gas fueled LM2500PE gas turbine generator set which includes the following scope of supply:

- GE LM 2500PE gas turbine. Serial Number 691-098 configured for natural gas operation.
- LM2500 Power Turbine SN 4013080-586P03 07482
- GEC Turbine Generators Limited generator rated at 26375 KVA – 12470 VAC – 1121 Amps. SN S3435/01/2201
- Turbine and Generator controls and relay protection.
- MMCs for turbine and generator auxiliaries.
- Weatherproof acoustic enclosure for gas turbine and electric generator
- AAF-Limited air inlet filtration system for GT combustion air, generator cooling air and compartment ventilation systems. Inlet is equipped with evaporative cooling.
- Separate lube oil systems for turbine and generator including fin-fan coolers
- Electro hydraulic starting system
- Water injection skid.
- Natural gas control valves.
- Fire detection and extinguishing system
- Electronic control panel for gas turbine & generator including 24v control batteries and charger
- Gas turbine water wash system

II. PRICING OF EQUIPMENT

A. FIRM PRICE

The price quoted is not subject to escalation or adjustment if a purchase commitment is received and accepted by ProEnergy Services prior to

March 20, 2008. The price listed is for as is where is, but ProEnergy Services will disassemble and prepare for shipment for an additional fee as listed below. Equipment is subject to prior sale.

B. TAXES, DUTIES, FEES

No sales or use taxes have been included in this quotation. The prices quoted exclude any Federal, State, or local taxes, duties or fees which may be associated with the export, import or purchase of equipment and/or services.

C. PRICE

Pricing references the scope of equipment and service work described in this proposal:

Equipment Price:

- \$6,500,000 USD

Equipment Removal (Option):

- \$250,000 USD

D. GENERAL TERMS AND CONDITIONS OF SALE

ProEnergy Services and purchaser will negotiate in good faith to establish general terms and conditions for sale that are usual and customary for the sale of used equipment.

E. WARRANTY

The equipment is sold as is where is. No warranty is provided.

F. EXCLUSIONS

- Fuel supply to the gas turbine.
- Interconnection to the power grid

- High voltage transformer(s), cables, switchgear and associated equipment
- Interconnecting piping, conduit, and wiring between equipment modules
- Exhaust Duct
- CO and NOx Catalysts
- Ammonia Injection system.
- Control Buildings
- Substations
- Building, foundations, anchor bolts, embedments and grouting
- Balance of plant and energy optimization controls
- Plant utilities
- Spare parts
- Transportation to job site and off loading of equipment
- Water treatment and purification equipment