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Sedalia, Missouri 65301

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October 09, 2008

Manning Industries  
Kingwood, Texas

Attn: Mr. Miles Manning

Dear Sir:

ProEnergy Services (ProEnergy) proposes to provide engineering, design, procurement, transportation of equipment and material including two (2) Rolls Royce RB 211 Gas Turbine Generators complete with Balance of Plant equipment.

The attached Technical Proposal is in response with your request. It describes what will be supplied by ProEnergy. ProEnergy will also provide Technical Proposal drawings, Process Flow Diagrams and Electrical One Lines, will also provide guidance in the required mechanical pipe, valves and fittings and electrical wire, cable and cable tray required for the project.

ProEnergy has the ability to deliver the major equipment to the Houston Port within (4) months from date of contract and receipt of down payment. During this time we can perform engineering and prepare the site and foundations for the equipment once it arrives. The facility should be operational within three months after delivery to site.

ProEnergy Price including two (2) refurbished RB211 Generators is as follows:

(2) RB211 Gas Turbine price	\$17,900,000
Balance of Plant Equipment	
Construction, Installation & Commissioning	\$16,596,000

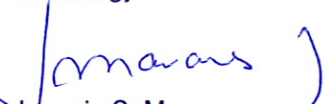
Our price includes a (12) month warranty on all equipment supplied by ProEnergy as well as and experienced technical representative on call during the warranty period.

Our pricing is valid for 30 days and the major equipment offered in this proposal is subject to prior sale

ProEnergy EPC 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 (713 992-1790) if you have questions in regard to this proposal or need more information.

Thank you for your consideration.

Sincerely,  
ProEnergy



Joaquin S. Mavares  
International Sales Director