

THIRD AMENDMENT
to that certain
POWER PURCHASE AGREEMENT
Between
Stahlbush Island Farms, Inc.
And
PacifiCorp

This THIRD AMENDMENT (the “**Amendment**”) amends that certain NON-FIRM POWER PURCHASE AGREEMENT dated May 25, 2017, between PacifiCorp, an Oregon corporation (“**PacifiCorp**”), and Stahlbush Island Farms, Inc., an Oregon corporation (the “**Seller**”), as amended by a First Amendment and Second Amendment, effective May 10, 2019 and April 21, 2021, respectively (as so amended, the “**PPA**”). Seller and PacifiCorp are referred to individually in this Amendment as a “**Party**” and collectively as the “**Parties**.”

RECITALS

- A. Seller owns, operates and maintains a biogas digester facility for the generation of electric power, including interconnection facilities, located in Corvallis, Linn County, Oregon, with a facility capacity rating of 1,600 kilowatts (kW);
- B. the PPA between the Parties expires by its terms May 31, 2022;
- C. Seller intends to continue to operate the Facility as a Qualifying Facility past May 31, 2022, and has requested to extend the term of the PPA; and
- D. PacifiCorp has agreed to extend the term of the PPA at the updated Oregon Standard Offer Schedule.

AGREEMENT

PacifiCorp and Seller agree to the following:

1. Section 2.3 of the PPA is amended such that the Termination Date is May 31, 2023.
2. Effective June 1, 2022, through the Termination Date **Attachment A** of this Amendment shall replace **Exhibit F** to the PPA in its entirety.
3. All other terms and provisions of the PPA shall remain unchanged. Each Party hereby ratifies and confirms that except as expressly amended hereby, all of the terms,

conditions, covenants, representations, warranties and all other provisions of the PPA remain in full force and effect.

4. Capitalized terms used but not defined in this Amendment shall have the meaning set forth in the PPA.
5. This Amendment is effective as of May 31, 2022.
6. This Amendment shall be governed by and construed in accordance with the laws of the State of Oregon (without reference to its choice of law doctrine).
7. This Amendment may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed to be an original and all of which taken together shall constitute but one and the same instrument. Delivery of an executed counterpart of this Amendment by electronic transmission (in pdf form) shall be equally as effective as delivery of a manually executed counterpart.

[signature page follows]

IN WITNESS WHEREOF, the parties below have caused this Amendment to be executed in their respective names.

**PacifiCorp
Heather**

By: **Eberhardt**

Digitally signed by
Heather Eberhardt
Date: 2022.07.07
08:16:45 -07'00'

Name: Heather Eberhardt

Title: Sr. Commercial Services Power Marketer

Stahlbush Island Farms, Inc.

By: 

Name: William D. Chambers

Title: President