

SECOND AMENDMENT TO AGREEMENT NO. 09-2770
BETWEEN THE CITY OF LOS ANGELES AND
VERSATILE ENERGY POWER SYSTEMS, INC.

THIS SECOND AMENDMENT to Agreement No. 09-2770 is made and entered into by and between the CITY OF LOS ANGELES, a municipal corporation ("City"), acting by and through its Board of Harbor Commissioners ("Board"), and VERSATILE ENERGY POWER SYSTEMS, INC. ("GRANTEE") as follows:

1. Section IV is amended to read:

"IV. TERM OF THE MOA

Subject to the provisions of Charter Section 245, the effective date of this Agreement shall be the date of its execution by Executive Director upon authorization of the Board and shall remain in full force and effect for thirty six (36) months.

GRANTEE is aware that the City Council, pursuant to Charter Section 245 of the City of Los Angeles, has the right to review this Agreement. Accordingly, in no event shall this Agreement become effective until the sixth Council meeting day after Board action or the City Council's approval of the Agreement."

Except as amended herein, all remaining terms and conditions of Agreement No. 09-2770 shall remain in full force and effect.

IN WITNESS THEREOF, the parties hereto have executed this Second Amendment to Agreement No. 09-2770 on the date to the left of their signatures.

THE CITY OF LOS ANGELES, by its
Board of Harbor Commissioners

Dated: _____

By _____
Executive Director

Attest _____
Board Secretary

VERSATILE ENERGY POWER
SYSTEMS, INC

Dated: 9/30/2011

By: *Cary Taylor*
Cary Taylor CFO
(Print/type name and title)

Attest: *David Burds*
David Burds, CFO
(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY
10/24, 2011
CARMEN A. TRUTANICH, City Attorney
Thomas A. Russell, General Counsel

By *Simon M. Kann*
SIMON M. KANN, Deputy

Account#	W.O. #
Ctr/Div#	Job Fac.#
Proj/Prog#	
Budget FY:	Amount:
TOTAL	
For Acct/Budget Div. Use Only	
Verified by:	_____
Verified Funds Available:	_____
Date Approved:	_____