

## Termozulia Pricing and Payment Milestones

October 3, 2009

### Pricing Summary

	US \$ Portion	Local Bs Portion
<b>BOP Cost</b>	\$ 21,498,000	<b>19,250,968</b>
Dual Fuel Conversion	\$ 6,000,000	
<b>Subtotal BOP Cost</b>	\$ 27,498,000	
<b>Commission Omar Petit</b>	\$ 1,300,000	
<b>Khaled</b>	\$ 8,000,000	
<b>Total Cost</b>	<b>\$ 36,798,000</b>	<b>19,250,968</b>
<b>Markup</b>	\$ 15,000,000	<b>529,032</b>
<b>Sales Price</b>	<b>\$ 51,800,000</b>	<b>19,780,000</b>

### Payment Schedule & Cash Flow

	Approx Date	US \$ Portion				Local Bs Portion			
			US \$ Revenue	US \$ Cost	Net Cash Flow	Bs Revenue	Local Bs Cost	Net Cash Flow	
Down Payment	10/15/09	50%	\$ 25,900,000			50%	9,625,484		
Civil Complete	1/15/10	19%	\$ 10,000,000	\$ 14,149,000	\$ 21,751,000			6,548,723	3,076,761
Electrical Complete	4/15/10	6%	\$ 2,950,000	\$ 6,601,000	\$ 18,100,000	25%	4,812,742	11,489,575	(3,600,072)
Mechanical Complete									
Provisional Acceptance	6/1/10	15%	\$ 7,770,000	\$ 8,943,000	\$ 16,927,000				
Final Completion	7/15/10	10%	\$ 5,180,000	\$ 6,300,000	\$ 15,807,000	25%	4,812,742	1,212,670	-
<b>Total</b>		<b>100%</b>	<b>\$ 51,800,000</b>	<b>\$ 35,993,000</b>	<b>\$ 15,807,000</b>	<b>100%</b>	<b>19,250,968</b>	<b>19,250,968</b>	<b>-</b>

**Notes:**

1. Dual Fuel Conversion is included in the \$14,149,000 and estimated at \$5,000,000
2. 50% Payment to Khaled is included in the \$8,943,000
3. Final 50% Payment to Khaled and \$1.3 MM Payment to Omar Petit is included in \$6,300,000
4. Performance Contingency of \$1.0 MM is included in \$6,300,000.