



BNP Paribas S.A.
Herengracht 477
1017 BS AMSTERDAM
The Netherlands
Attn: **Mr. Martin Peters**
Mrs. Rogelia Ratti

Your Ref: LC/ NR. CTCS-845998 dated 28/07/2010
BNP Paribas Ref: 00010ELA1002213
Our Ref : PO 5100078131. reduction # 2

Den Haag, September 21, 2010

We Beneficiary authorized the reduction of the letter of credit Nr. CTCS-845998 by the amount of USD 22,000,000.00 (Twenty two million dollars) referred to the 20% of the attached invoice nr. 4177 (Items 8,9,10,12,13,14,16,17,18,20,21 and 22).

The new balance of this stand by letter of credit will be USD. 18,717,200.00 (Eighteen million seven hundred seventeen thousand two hundred dollars).

Please send an authenticated SWIFT message to Mrs. Charlene Wong, JPMorgan Chase Bank detailing our agreement to reduce the JP Morgan Chase Bank Stand-By Letter of Credit CTCS-845998. [charlene.wong@jpmchase.com]

Kind regards,

Patricia Kamphaus
Finance Supervisor
PDVSA Services B.V
(a purchasing agent of Bariven S.A. -Venezuela)
President Kennedylaan 19
2517 JK The Hague
The Netherlands

PDVSA Services, B.V.
(A purchasing agent of Bariven S.A. - Venezuela)
P.O. BOX 17111
2502 CC THE HAGUE, THE NETHERLANDS
TEL.: 070 - 348 85 88 FAX: 070 - 348 85 40

DERWICK

DERWICK ASSOCIATES S.A.

350015280

Invoice Number:	4177
Date	8/13/2010
Page	1 of 1

Bill to:
 Bariven,S.A. c/o PDVSA Services, B.V.
 President Kennedylaan 19-2517 JK
 The Hague
 The Netherlands
 Attn: Finance Department Phone: +31-70-3488588; Fax: +31-70-3488540

Wire Instructions
 JPMorgan Chase Bank N.A. Account: 811156397
 345 Park Avenue ABA 021-000-021
 New York, NY 10154 Swift: CHASUS33
US Dollars
 Attn: Carolina Park

REFERENCE	PDVSA SUPPLIER CODE	PO NUMBER	REQUISITION NUMBER	DELIVERY TERMS	
409-2981	350015280	5100078131	600037393/UD64005463	FAS-Multiple Ports	
Item	Description	Quantity	Country of Origin	Unit Price (USD)	Total Price (USD)
8	GT Package (Housing, control and accessories) for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	20,000,000.00	20,000,000.00
9	Air Filter for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	1,500,000.00	1,500,000.00
10	AC Generator for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8411.82.8000	1	FRANCE	6,000,000.00	6,000,000.00
12	GT Package (Housing, control and accessories) for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	20,000,000.00	20,000,000.00
13	Air Filter for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	1,500,000.00	1,500,000.00
14	AC Generator for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8411.82.8000	1	FRANCE	6,000,000.00	6,000,000.00
16	GT Package (Housing, control and accessories) for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	20,000,000.00	20,000,000.00
17	Air Filter for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	1,500,000.00	1,500,000.00
18	AC Generator for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8411.82.8000	1	FRANCE	6,000,000.00	6,000,000.00
20	GT Package (Housing, control and accessories) for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	20,000,000.00	20,000,000.00
21	Air Filter for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8502.39.0000	1	FRANCE	1,500,000.00	1,500,000.00
22	AC Generator for Rolls Royce Trent60. Capacity 58 MW ISO. Dual Fuel. Mounting Type: Fixed. Generator Synchronous 3P, air Cooled, 13.8 KV 60Hz. Tariff Code: 8411.82.8000	1	FRANCE	6,000,000.00	6,000,000.00

PAYMENT TERMS: Net 30 Days

Note:
 If you have any questions concerning this invoice, contact:

Derwick Associates, S.A.
 Attn: Pedro Trebbau Lopez
 Tel: +58 212 206.84.40
 Fax: +58 212 206.84.25
 ptrebbau@derwickassociates.com



THANK YOU FOR YOUR BUSINESS!

APPROVED FOR PAYMENT
 J. L. W. RICH
 Indicator Signature
 17/09/2010

SUBTOTAL (USD) FAS	110,000,000.00
VAT RATE	0%
Other Costs	N/A
TOTAL (USD) FAS	110,000,000.00
ADVANCE PAYMENT OF 20% Against Bank Guarantee #:	(22,000,000.00)
TOTAL VALUE OF INVOICE	88,000,000.00

[Signature]
 PEDRO TREBBAU
 DIRECTOR

ORIGINAL

RECEIVED
 20 AUG. 2010
 ACCOUNTING