

**SECOND AMENDMENT TO  
AGREEMENT OF PURCHASE AND SALE**

This Second Amendment to the Agreement of Purchase and Sale (the "**Second Amendment**") is dated for reference purposes as of April 18, 2019, and is by and between Southport West LLC, a Washington limited liability company ("**Buyer**") and Puget Sound Energy, Inc., a Washington corporation ("**Seller**"). Buyer and Seller entered into that certain Agreement of Purchase and Sale dated November 27, 2018 and Amendment to and Reinstatement of Agreement of Purchase and Sale dated March 4, 2019 (as amended, the "**Agreement**"). Buyer and seller desire to extend the Contingency Period, as further provided herein. Capitalized terms not defined in this Second Amendment shall have the meaning given to them in the Agreement.

For valuable consideration, the receipt of which is acknowledged, Buyer and Seller agree to modify the terms of the Agreement as follows:

1. **Contingency Period.** Buyer and Seller agree to extend the Contingency Period to until 6 p.m. PST on April 30, 2019.

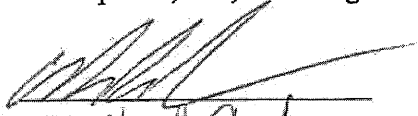
2. **No Other Changes; Counterparts.** Except as modified and reinstated by this Second Amendment, all terms of the Agreement remain unchanged and continue in full force and effect from and after the date of mutual execution and delivery of this Second Amendment. In case of a conflict between the terms of this Second Amendment and the terms of the Agreement, the terms of this Second Amendment shall control. This Second Amendment may be signed in one or more counterparts, and by facsimile or electronic mail copy, and each counterpart, facsimile copy and electronic mail copy so signed shall be deemed an original hereof.

[signatures on following page]

**BUYER:**

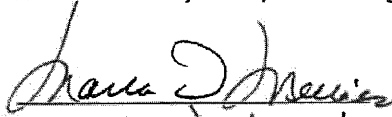
**SOUTHPORT WEST LLC**, a Washington limited liability company

By: SECO Development, Inc., its manager

By:   
Name: Michael Clark  
Its: member  
Date: April 17, 2019

**SELLER:**

**PUGET SOUND ENERGY, INC.**, a Washington corporation

By:   
Name: Maria D Mallie  
Its: Sr VP & Chief Administrative Officer  
Date: April 17, 2019