

THIRD AMENDMENT TO AGREEMENT OF PURCHASE AND SALE

This Third Amendment to Agreement of Purchase and Sale (the "**Amendment**") is dated as of April 30, 2019, and is by and between Southport West LLC, a Washington limited liability company ("**Buyer**"), and Puget Sound Energy, Inc., a Washington corporation ("**Seller**"). This Amendment amends the terms of the Agreement of Purchase and Sale dated as of November 27, 2018, between Buyer and Seller, as amended by that certain Amendment to Agreement of Purchase and Sale dated as of March 4, 2019, as further amended by that Second Amendment to Agreement of Purchase and Sale dated as of April 18, 2019 (collectively, the "**Agreement**"). Capitalized terms not defined in this 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 until 6 p.m. on May 15, 2019.

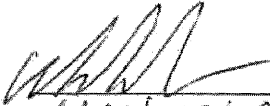
2. **No Other Changes; Counterparts.** Except as modified by this Amendment, all terms of the Agreement remain unchanged and in full force and effect. In case of a conflict between the terms of this Amendment and the terms of the Agreement, the terms of this Amendment will control. This Amendment may 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 will 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 Christ
Its: CEO
Date: April 30, 2019

SELLER:

PUGET SOUND ENERGY, INC., a Washington corporation

By: _____
Name: _____
Its: _____
Date: April ____, 2019

BUYER:

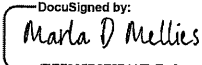
SOUTHPORT WEST LLC, a Washington limited liability company

By: SECO Development, Inc., its manager

By: _____
Name: _____
Its: _____
Date: April ____, 2019

SELLER:

PUGET SOUND ENERGY, INC., a Washington corporation

By:  _____
Name: ~~Marla D Mellies~~
Its: Sr. VP & Chief Administrative officer
Date: April 30, 2019