

**AMENDMENT NO. 3
TO MEMORANDUM OF AGREEMENT
BETWEEN SANTA FE COUNTY
AND NEW ENERGY ECONOMY CONCERNING
A PRELIMINARY ECONOMIC FEASIBILITY STUDY OF A
COUNTY-MUNICIPAL ELECTRIC UTILITY**

THIS AMENDMENT is made and entered into as of this 16th day of October, 2012, by and between the **Santa Fe County**, a political subdivision of the State of New Mexico (hereinafter referred to as ("the County")), and **New Energy Economy**, a New Mexico non-profit company (hereinafter referred to as "NEE"), located at 342 East Alameda Street, Santa Fe, New Mexico 87501-2229.

RECITALS

WHEREAS, and County and NEE entered into a Memorandum of Agreement to jointly undertake the completion of preliminary economic feasibility study with New Energy Economy taking the lead to secure a contractor to complete the study, supervise the subcontractor's work and arrange for reports of findings and public presentations of the findings;

WHEREAS, Section 9 of this MOA allows for alteration of the MOA in writing and executed by both parties;

WHEREAS, the MOU was amended by Amendment No. 1 to amend various sections of the original agreement and to include language to allow subcontracting;

WHEREAS, the MOA was amended by Amendment No. 2 to extend the MOA through September 30, 2012;

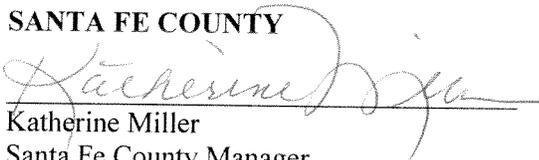
WHEREAS, the parties wish to again extend the MOA through November 30, 2012.

NOW, THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS:

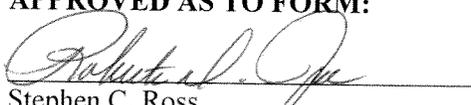
1. Article 6, "Term" of the MOU (as amended by Amendment No. 2) is amended by deleting the reference to "September 30" and replace it with "November 30" and the reference to Paragraph "6" is replaced with "7, Termination."
2. All other provisions of the MOU not amended, replaced or superseded by Amendment Nos. 1, 2 and this Amendment 3, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Amendment as of the date first written above.

SANTA FE COUNTY


Katherine Miller
Santa Fe County Manager

APPROVED AS TO FORM:


Stephen C. Ross
Santa Fe County Attorney

9-20-12
Date

FINANCE DEPARTMENT APPROVAL

Teresa C. Martinez
Teresa C. Martinez
Santa Fe County Finance Director

10/3/2012
Date

NEW ENERGY ECONOMY

By: Maribel Nanasi
Signature

10/9/2012
Date

Maribel Nanasi, Executive Director
Printed Name and Title

FEDERAL TAX I.D. NUMBER 20-2845513

FINANCE DEPARTMENT APPROVAL



Teresa C. Martinez
Santa Fe County Finance Director

10/3/2012

Date

NEW ENERGY ECONOMY

By: _____
Signature

Date

Printed Name and Title

FEDERAL TAX I.D. NUMBER _____