

**AMENDMENT #1  
TO THE  
CPL RETAIL ENERGY, LP and  
WTU RETAIL ENERGY, LP and  
DIRECT ENERGY, LP  
NEIGHBOR-TO-NEIGHBOR PROGRAM AGREEMENT  
FOR ELECTRIC HOME ENERGY ASSISTANCE**

**THIS AMENDMENT #1 (“Amendment”)** to the Neighbor-To-Neighbor Program Agreement for Electric Home Energy Assistance as executed by the Parties (“Agreement”) IS BY AND BETWEEN CPL Retail Energy, LP (“CPL Retail Energy”) and/or WTU Retail Energy, LP (“WTU Retail Energy”) and/or Direct Energy, LP (“Direct Energy”), three retail electric providers (together the “REPs” ) and County of Hidalgo Community Service Agency an established social service agency under Section 501(c)(3) of the United States Internal Revenue Code (“The Administering Agency”) (all together “the Parties”).

**Purpose of the Amendment:**

Under this Amendment, the Parties agree to increase the amount of assistance that a Recipient may receive from the Program. The Parties agree the increase in the amount of assistance will be effective as of July 10, 2008. As such, the following sections of the Agreement shall be amended.

**Section IV. “Use of Funds”**

The Parties agree to delete the following section IV(C):

“C. A Recipient can receive assistance from the Program no more than twice in any calendar year, with no more than \$200 of assistance provided in any one month for any Recipient. Assistance provided may not exceed the actual Electric Home Energy Expenses due at the time Assistance is provided.”

And replace with the following language:

“C. A Recipient can receive assistance from the Program no more than twice in any calendar year, with no more than \$300 of assistance provided in any one month for any Recipient. Assistance provided may not exceed the actual Electric Home Energy Expenses due at the time Assistance is provided.”

IN WITNESS WHEREOF, the Parties have caused this Amendment to be executed by their duly authorized officers of this 10 day of July, 2008.

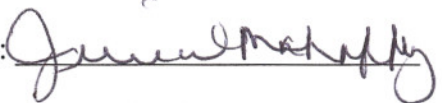
ADMINISTERING AGENCY

CPL RETAIL ENERGY, LP

By: \_\_\_\_\_

By: Centrica Holdco, Inc., its general partner

Name: \_\_\_\_\_

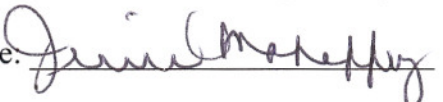
Signature: 

Title: \_\_\_\_\_

Name: Jessica Mahaffey  
Titles: Senior Director,  
Government & Regulatory Affairs

WTU RETAIL ENERGY, LP

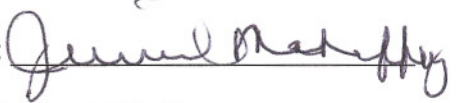
By: Centrica Holdco, Inc., its general partner

Signature: 

Name: Jessica Mahaffey  
Titles: Senior Director,  
Government & Regulatory Affairs

DIRECT ENERGY, LP

By: Direct Energy GP, Inc.

Signature: 

Name: Jessica Mahaffey  
Titles: Senior Director,  
Government & Regulatory Affairs