

SECOND AMENDED AGREEMENT FOR SERVICES

This agreement is entered into between the **Puget Sound Clean Air Agency**, (hereinafter referred to as the "Agency"), a municipal corporation of the laws of the State of Washington, and City of Tacoma, Department of Public Utilities Belt Line Division, doing business as **Tacoma Rail** (hereinafter referred to as the "TR"), a Municipal Corporation of the State of Washington, operating under the authority of the Tacoma Public Utilities Board and City Council. TR headquarters is located at 2601 SR 509 North Frontage Road, Tacoma Washington 98421.

WITNESSETH

WHEREAS, the Board of Directors of the Puget Sound Clean Air Agency deems it desirable to amend the original Agreement dated July 18, 2006 and amended September 28, 2006, for the services of TR to perform an idle reduction demonstration project involving two TR locomotives consisting of installing idle reduction systems to monitor and maintain essential operating parameters for the Agency; and

WHEREAS, the TR represents and warrants that it is available, experienced, and qualified to perform said amended services; and

NOW, THEREFORE, the Agency and the TR mutually agree as follows;

The Agreement is amended as follows:

II. AGREEMENT

B. TERM. This Agreement shall commence upon signature by both parties and terminate on August 30, 2007.

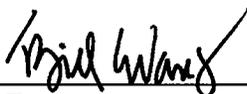
G.3 REIMBURSEMENT. The request for reimbursement shall be submitted no later than June 30, 2007.

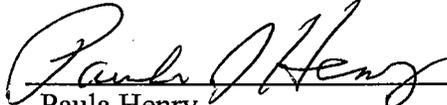
All other terms and conditions of the original Agreement remain in full force and effect.

IN WITNESS HEREOF, the Agency and the Consultant have executed this amended Agreement as to the date first above written.

**PUGET SOUND CLEAN
AIR AGENCY**

**CONSULTANT
TACOMA RAIL**

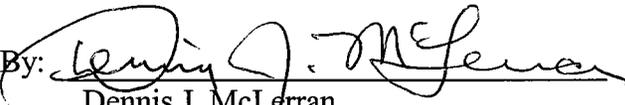
By: 
Bill Evans
Board of Directors, Chair

By: 
Paula Henry
Superintendent

Date: 2/20/07

Date: 1/29/07

Attest:

By: 
Dennis J. McLerran
Executive Director

Date: 2/5/07

Approved as to Form:

By: 
Laurie Halvorson
General Counsel

Date: 2/01/07