

GOVERNMENT OF PUERTO RICO
PUERTO RICO ELECTRIC POWER AUTHORITY
PROFESSIONAL SERVICES AGREEMENT 2019-P00136 A

FIRST AMENDMENT

-----APPEAR-----

AS FIRST PARTY: The Puerto Rico Electric Power Authority (“PREPA”), a public corporation and government instrumentality of the Commonwealth of Puerto Rico, created by Act No. 83 of May 2, 1941, as amended (Act 83), represented in this act by its Chief Executive Officer/Executive Director, José F. Ortiz Vázquez, of legal age, married, and resident of San Juan, Puerto Rico. -----

AS SECOND PARTY: Greenberg Traurig, LLP (“Greenberg”), a limited liability partnership formed and existing under the laws of the State of New York, United States of America, with a principal place of business at 200 Park Avenue, New York, NY 10066, herein represented by Timothy C. Bass, Shareholder, of legal age, married, and resident of Potomac, Maryland, who has authority to enter into this agreement by virtue of Greenberg’s Shareholder and Operating Agreements. -----

Both PREPA and Greenberg are herein individually referred to as a Party and collectively referred to as the Parties. -----

-----WITNESSETH-----

WHEREAS, PREPA, by virtue of Act 83 has the authority to engage those professional, technical and consulting services necessary and convenient to the activities, programs and operations of PREPA;-----

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WHEREAS: The appearing Parties executed a Professional Services Agreement 2019-P00136 (the "Agreement") on June 30, 2019, to provide legal services for a maximum amount of four hundred fifty thousand dollars (\$450,000) (the "Agreement Amount") through June 30, 2020; -----

WHEREAS: The appearing Parties desire to amend the Agreement to: (i) expand the scope of the Agreement; (ii) increase the Agreement Amount to nine hundred twenty-five thousand dollars (\$925,000); and (iii) provide additional discounts off the billing rates to be charged by Greenberg; the payments of this First Amendment will be paid from the PREPA's budget account number 01-4019-92319-556-673. -----

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, the Parties agree themselves, their personal representatives, and successors to the following amendments to the Agreement: -----

-----**TERMS AND CONDITIONS**-----

1. Item 1.1 of Article 1, Scope of Services, of the Agreement is hereby amended as follows:

Greenberg will advise and assist PREPA as its outside counsel in connection with legal issues arising from PREPA's ongoing restructuring and operational needs including, but not limited to: hurricane and corresponding relief efforts; PREPA's emergency and power restoration contract procurement and management and invoice payment practices; FEMA reimbursements and related submissions and information request responses; audit(s) by the Office of Inspector General for the United States; internal investigations; assisting in pending and future litigation

proceedings as needed, particularly contested matters or adversary proceedings brought by Cobra or Whitefish; supporting the transformation processes as needed; advising and assisting with responses to requests for payment and associated requests for information from Cobra and Whitefish; drafting and advising on energy regulations; advising in connection with preparation of, objections on and participation in proposed energy regulations in matters before PREB; assisting and supporting Title III counsel with the preparation, pursuit and defense of PREPA's plan of arrangement and related documentation, motion practice, discovery, court proceedings and court orders; and other matters as requested by PREPA (the "Services").

2. Item 6.1 of Article 6, Payment, of the Agreement is hereby amended to provide that the Agreement Amount shall not exceed nine hundred twenty-five thousand dollars (\$925,000).
3. Item 6.2 of Article 6, Payment, of the Agreement is further amended to provide that PREPA will pay Greenberg for the Services according to the hourly rates established in the Amended Appendix A attached hereto.
4. COMPLIANCE WITH THE COMMONWEALTH OF PUERTO RICO CONTRACTING REQUIREMENTS

Greenberg will comply with all applicable State Law, Regulations or Executive Orders that regulate the contracting process and requirements of the Commonwealth of Puerto Rico. Particularly: Law Num. 237-2004, as amended, which establishes uniform contracting requirements for professional and consultant

services for the agencies and governmental entities of the Commonwealth of Puerto Rico. 3 L.P.R.A. § 8611 et seq., and the Puerto Rico Department of Treasury Circular Letter Number 1300- 16-16. CC Núm. 1300-16-16 (22/01/2016).

All other terms, conditions, specifications, stipulations, insurances, and requirements established in the Agreement remain unaltered and fully enforceable. This is the agreement between the appearing Parties under the First Amendment, and so is hereby ratified. -----


IN WITNESS WHEREOF, the Parties hereto have agreed to execute this First Amendment in San Juan, Puerto Rico (by PREPA) and in McLean, Virginia (by Greenberg) on this 2nd day of ~~December, 2019~~. -----
January, 2020

Puerto Rico Electric Power Authority

Greenberg Traurig, LLP



José F. Ortiz Vázquez
Chief Executive Officer
Tax ID: 660-433747



Timothy C. Bass
Shareholder
Tax ID: 13-361-3083

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AMENDED APPENDIX A
SCHEDULE OF ASSIGNED ATTORNEYS

Name	Title	Standard Rate 2019	Discounted Rate- 2019
Restructuring			
Mark D. Bloom	Shareholder	\$1,125.00	\$1,013.00
Karl Burrer	Shareholder	\$700.00	\$630.00
David D. Cleary	Shareholder	\$950.00	\$855.00
John R. Dodd	Of Counsel	\$650.00	\$585.00
David Robert Eastlake	Associate	\$775.00	\$698.00
Maribel R. Fontanez	Paralegal	\$395.00	\$356.00
Nathan A. Haynes	Shareholder	\$1,115.00	\$1,004.00
Sara Hoffman	Associate	\$720.00	\$648.00
John B. Hutton	Shareholder	\$875.00	\$788.00
Paul J. Keenan	Shareholder	\$875.00	\$788.00
Leo Muchnik	Associate	\$805.00	\$725.00
Ari Newman	Associate	\$625.00	\$563.00
Nancy A. Peterman	Shareholder	\$950.00	\$855.00
Kevin P. Ray	Of Counsel	\$700.00	\$630.00
Keith Shapiro	Shareholder	\$1,455.00	\$1,310.00
Ryan A. Wagner	Associate	\$860.00	\$774.00
P3/Infrastructure			
Jonathan Bell	Shareholder	\$875.00	\$788.00
Paul Berkowitz	Shareholder	\$835.00	\$752.00
Yosbel A. Ibarra	Shareholder	\$800.00	\$720.00
Finance/Capital Markets			
Todd E. Bowen	Shareholder	\$1,035.00	\$932.00
David Hong	Associate	\$595.00	\$536.00
Richard C. Kim	Shareholder	\$1,075.00	\$968.00
Tammy Y. Lam	Associate	\$665.00	\$599.00
Allan D. Reiss	Shareholder	\$1,055.00	\$950.00
Marc M. Rossell	Shareholder	\$1,115.00	\$1,004.00
Godric Shoesmith	Of Counsel	\$775.00	\$698.00
Michael Watkins	Shareholder	\$725.00	\$653.00
Energy			
Iskender H. (Alex) Catto	Shareholder	\$975.00	\$878.00
Gregory K. Lawrence	Shareholder	\$1,140.00	\$1,026.00
Thomas O. Lemon	Law Clerk/J.D.	\$595.00	\$536.00
Pablo Ortiz Mena	Associate/Foreign Law Clerk	\$375.00	\$338.00
General Corporate			
Kristin Agnew	Associate	\$550.00	\$495.00
Briana Costa	Law Clerk/J.D.	\$595.00	\$536.00
Gregory Daddario	Shareholder	\$775.00	\$698.00
Emily Ladd-Kravitz	Associate	\$715.00	\$644.00
Matt Miller	Shareholder	\$825.00	\$743.00
Diego Robles	Foreign Law Clerk	\$340.00	\$306.00
Noemi Romero	Senior Paralegal	\$690.00	\$315.00
Andrew W. Scher	Of Counsel	\$675.00	\$621.00

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Name	Title	Standard Rate 2019	Discounted Rate- 2019
Brian N. Wheaton	Associate	\$625.00	\$608.00
Nikki Wise	Practice Group Attorney	\$690.00	\$563.00
Environmental			
Giuliano Apadula	Associate	\$480.00	\$432.00
Christopher Bell	Shareholder	\$870.00	\$483.00
Jillian Kirn	Associate	\$555.00	\$500.00
David G. Mandelbaum	Shareholder	\$1,060.00	\$954.00
Curtis B. Toll	Shareholder	\$790.00	\$711.00
Government Affairs			
Charles F. Bass	Senior Director	\$800.00	\$720.00
Diane J. Blagman	Senior Director	\$825.00	\$74.00
Tim Hutchinson	Senior Director	\$1,175.00	\$1,058.00
Victoria R. Kennedy	Senior Counsel	\$1,060.00	\$954.00
Laurence A. Levy	Shareholder	\$1,190.00	\$1,071.00
Albert R. Wynn	Senior Director	\$1,115.00	\$1,004.00
Andy Zausner	Shareholder	\$1,175.00	\$1,058.00
Litigation			
Tiffany Andras	Associate	\$485.00	\$437.00
Wanna Abraham	Paralegal	\$165.00	\$149.00
Timothy C. Bass	Shareholder	\$895.00	\$806.00
Angela Bunnell	Associate	\$495.00	\$446.00
Ian Burkow	Associate	\$555.00	\$500.00
Sal Chan	Paralegal	\$325.00	\$293.00
Evelyn Cobos	Associate	\$575.00	\$518.00
Joseph P. Davis, III	Shareholder	\$1,170.00	\$1,053.00
Richard A. Edlin	Shareholder	\$1,355.00	\$1,220.00
Kevin Finger	Shareholder	\$895.00	\$806.00
Joseph Z. Fleming	Shareholder	\$795.00	\$716.00
Aaron Klein	Associate	\$375.00	\$338.00
Christopher Mair	Associate	\$375.00	\$338.00
Pamela J. Marple	Shareholder	\$1,025.00	\$923.00
Huong On-Robinson	Paralegal	\$180.00	\$162.00
Oleg Opsha	Paralegal	\$200.00	\$180.00
John Pappalardo	Shareholder	\$1,600.00	\$1,440.00
Kelly Pesce	Associate	\$575.00	\$518.00
Gustavo Ribeiro	Paralegal	\$450.00	\$405.00
Harold S. Shaftel	Shareholder	\$1,295.00	\$1,166.00
Kelyn Smith	Associate	\$340.00	\$306.00
Eva Spahn	Associate	\$595.00	\$536.00
Angel Taveras	Shareholder	\$750.00	\$675.00
Michael Van Norden	Paralegal	\$335.00	\$302.00
James Vant	Shareholder	\$880.00	\$518.00
Mian Rachel Wang	Associate	\$595.00	\$536.00
Tom Woodman	Shareholder	\$1,055.00	\$950.00
Public Finance			

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Name	Title	Standard Rate 2019	Discounted Rate- 2019
Warren S. Bloom	Shareholder	\$900.00	\$810.00
Albert A. Del Castillo	Shareholder	\$850.00	\$765.00
Jean DeLuca	Shareholder	\$950.00	\$855.00
Bruce H. Giles-Klein	Shareholder	\$950.00	\$855.00
Amy E. Lowen	Of Counsel	\$615.00	\$554.00
Sylvia Sohn Penneys	Shareholder	\$800.00	\$720.00
Andrew Rubin	Associate	\$450.00	\$405.00
Tax			
Vanessa Lowry	Shareholder	\$840.00	\$756.00
Labor and Employment			
Brandon Feingold	Shareholder	\$750.00	\$675.00
Jerrold Goldberg	Shareholder	\$1,060.00	\$954.00
Cynthia A. Groszkiewicz	Director	\$575.00	\$518.00
Jeffrey Mamorsky	Shareholder	\$1,160.00	\$1,044.00
Paul Ranis	Shareholder	\$695.00	\$626.00
Erik Rodriguez	Shareholder	\$650.00	\$585.00
Melanie Sarver	Practice Group Attorney	\$370.00	\$333.00
Eric Sigda	Shareholder	\$900.00	\$810.00
Jonathan Sulds	Shareholder	\$1,060.00	\$954.00
Government Contracting			
Richard Moorhouse	Shareholder	\$1,225.00	\$1,103.00
Daniel Muenzfeld	Associate	\$565.00	\$509.00
Melissa Prusock	Associate	\$585.00	\$527.00
Jozef Przygodzki	Associate	\$530.00	\$477.00
Michael Schaengold	Shareholder	\$1,135.00	\$1,022.00
Jennifer Zucker	Shareholder	\$920.00	\$828.00

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