

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 1
2. AMENDMENT/MODIFICATION NO. 002	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 11EM000252	5. PROJECT NO. (If applicable)
6. ISSUED BY Savannah River Operations U.S. Department of Energy Savannah River Operations P.O. Box A Aiken SC 29802	CODE 00901	7. ADMINISTERED BY (If other than Item 6) Savannah River Operations U.S. Department of Energy Savannah River Operations P.O. Box A Aiken SC 29802	CODE 00901
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) AMERESCO FEDERAL SOLUTIONS, INC. Attn: KEITH A. DERRINGTON 1820 MIDPARK ROAD SUITE C KNOXVILLE TN 379215955		(X) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 196975957 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		X 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AM36-02NT41457 DE-AT09-09SR22572	
		10B. DATED (SEE ITEM 13) 11/30/2009	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended, is not extended.
Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Schedule

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR Clause 52.243-4 -- Changes
	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

Tax ID Number: 62-1376739

DUNS Number: 196975957

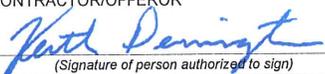
The purpose of this bilateral no-cost Modification #002 to DE-AT09-09SR22572 is to change the language in the Delivery Order Attachment #1- Ameresco Revised Proposal, dated 11 May 2009 - Page 37 - Section 1.3.1 BAMF Supply, referencing carbon credit and renewable energy credit rights ownership. See Attachment for complete description.

LIST OF CHANGES:

Total Amount for this Modification: \$0.00

Period of Performance: 05/15/2009 to 04/01/2031

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Keith Derrington, Exec. Vice Pres.	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Robert S. Hamlett
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 10/29/2010
16B. UNITED STATES OF AMERICA Signature on File (Signature of Contracting Officer)	16C. DATE SIGNED 10/29/2010

Modification #002
Biomass ESPC Delivery Order
DE-AC09-09SR22572

A. Modification #002 is hereby bilaterally issued for the purpose of changing the language in Delivery Order DE-AC09-09SR22572 Attachment #1 - Ameresco Revised Final proposal, dated 11 May 2009 - Page 37 - Section 1.3.1.1 BAMF Supply. The revised language proposed by Ameresco is mutually agreed to by both parties and states that the Government shall retain the right to validate, verify, and sell any renewable energy credits and any carbon credits which may be obtainable from the ECMs and their associated operation and activities. Ameresco agrees this contract action is a no cost change to their proposal.

(1) Delivery Order DE-AC09-09SR22572, Attachment #1 - Ameresco Revised Final Proposal, dated 11 May 2009 - Page 37 - Section 1.3.1.1 BAMF Supply, is **changed**:

From:

“1.3.1.1 BAMF Supply

Following several discussions with the local office of the U.S. Forest Service and SRS personnel, Ameresco proposes to assume responsibility for the fuel procurement and intends to meet the biomass fuel requirements for ECMs 1 and 2 through purchases from local biomass suppliers. This responsibility shall include the right to validate, verify, and sell any carbon credits, but not renewable energy certificates, which may be obtainable from the ECMs and their associated operation and activities. Ameresco will consult with the Government concerning the design, validation, and verification for carbon offset credits and will make reasonable commercial efforts to obtain carbon offset credits which may be associated with the ECMs. Those credits may arise from the substitution of biomass residues for use in lieu of fossil fuels, and the use of biomass from onsite activities, including those from forest reforestation and working forest activities.”

To:

“1.3.1.1 BAMF Supply

Following several discussions with the local office of the U.S. Forest Service and SRS personnel, Ameresco proposes to assume responsibility for the fuel procurement and intends to meet the biomass fuel requirements for ECMs 1 and 2 through purchases from local biomass suppliers. However, the Government shall retain the right to validate, verify, and sell any renewable energy credits and any carbon credits which may be obtainable from the ECMs and their associated operation and activities; provided however, Ameresco shall have the right to validate, verify and sell any carbon credits that may arise from Ameresco’s fuel procurement activities, including those from forest reforestation and working forest activities, only to the extent such validation, verification and sale of carbon credits by Ameresco does not invalidate the Government’s ability to claim renewable energy credits for the ECMs in accordance with the Energy Policy Act of 2005(40 U.S.C. 15852) and Executive Order 13423 (72 FR 3919, Jan. 25, 2007).”

B. All other terms and conditions remain unchanged.