IN WITNESS WHEREOF, the Parties have caused this Agreement to be signed by their respective duly authorized officers as of the date first above written.

CONSOLIDATED EDISON COMPANY OF NEW YORK, INC.

CENTRAL HUDSON GAS & ELECTRIC CORPORATION

By: Youl L. Haering
Vice President Engineering and System Operations

STATE OF NEW YORK)

COUNTY OF NEW YORK)

On this **2** to day of February, 2016, before me personally appeared Brian Horton, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that his signature on the instrument, the individual, or the corporation upon behalf of which the individual acted, executed the instrument.

IOTARY PUBLI

SYLVEN GLYNN
NOTARY PUBLIC. STATE OF NEW YORK
Registration No. 01GL5065881
Qualified in Kings County
Commission Expires September 16. 20/8

STATE OF NEW YORK)

COUNTY OF DUTCHESS)

On this ____ day of February, 2016, before me personally appeared Paul E. Haering, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that his signature on the instrument, the individual, or the corporation upon behalf of which the individual acted, executed the instrument.

NOTARY PUBLIC

STATE OF NEW YORK)

COUNTY OF NEW YORK)

On this ____ day of February, 2016, before me personally appeared Brian Horton, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that his signature on the instrument, the individual, or the corporation upon behalf of which the individual acted, executed the instrument.

NOTARY PUBLIC

STATE OF NEW YORK)

COUNTY OF DUTCHESS)

On this _____ day of February, 2016, before me personally appeared Paul E. Haering, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that his signature on the instrument, the individual, or the corporation upon behalf of which the individual acted, executed the instrument.

NOTARY PUBLIC

DONNA M. GIAMETTA
Notary Public, State of New York
No. 01GI5067398
Qualified in Ulster County
Commission Expires Oct. 15, 2018