

FOURTH ADDENDUM TO WATER PURCHASE AGREEMENT

THIS FOURTH ADDENDUM TO WATER PURCHASE AGREEMENT, hereinafter referred to as (the "Fourth Addendum") is made and entered into as of February 4, 2015 by and between the VIRGIN ISLANDS WATER AND POWER AUTHORITY ("WAPA"), a public authority established and existing under the laws of the United States Virgin Islands (the "U.S. Virgin Islands"), and Seven Seas Water Corporation (USVI). ("Seven Seas"), a corporation organized and existing under the laws of the United States Virgin Islands. Each of WAPA and Seven Seas may be referred to in this Agreement as the "Party" and collectively as the "Parties." All capitalized terms not otherwise defined in this Third Addendum shall have the definitions specified in the WPA (as defined below).

RECITALS

WHEREAS, on May 12, 2011, WAPA and Seven Seas executed the Water Purchase Agreement (the "WPA") that provides for the construction, installation and operation by Seven Seas of the Facility to be located at the Randolph Harley Generation Plant on the island of St. Thomas, U.S. Virgin Islands; and

WHEREAS, on May 12, 2011, WAPA and Seven Seas executed a Lease Agreement (the "Lease") that provides for the leasing of real property from WAPA, as Landlord (as defined in the Lease), to Seven Seas, as Tenant (as defined in the Lease), for the construction, installation and operation by Seven Seas of the Facility within the Randolph Harley Generation Plant on real property described and depicted in the Lease; and

WHEREAS, on July 8, 2011, WAPA and Seven Seas entered into the First Addendum to the WPA (the "First Addendum") that provides for the accelerated construction, installation and commercial operation of a facility to produce Ultrapure Water; and

WHEREAS, on November 25, 2011, WAPA and Seven Seas entered into the Second Addendum to the WPA (the "Second Addendum") that provides for the construction, installation and commercial operation of temporary, containerized seawater reverse osmosis desalination systems for the production of up to 1.5 MGD (the "Temporary First Pass Water System" or "TFPW System") to supplement the water supply at the Randolph Harley Generation Plant; and

WHEREAS, on December 30, 2011, WAPA and Seven Seas entered into the Third Addendum to the WPA (the "Third Addendum") that provides for the construction, installation and commercial operation of an additional 0.5 MGD of temporary, containerized seawater reverse osmosis desalination systems (the "Additional TFPW System") to supplement the water supply at the Randolph Harley Generation Plant; and

WHEREAS, WAPA has an immediate need to provide additional post-treatment to the First Pass Water for the island of St. Thomas and St. John;

NOW THEREFORE, in consideration of the mutual promises and covenants of each Party to the other contained in this Fourth Addendum and for other good and valuable

consideration, the receipt and adequacy of which are hereby acknowledged, the Parties agree as follows:

TERMS OF FOURTH ADDENDUM

1. Except as otherwise expressly provided herein or therein, nothing in this Fourth Addendum, the Third Addendum, the Second Addendum or the First Addendum shall be construed such that either this Fourth Addendum, the Third Addendum, the Second Addendum or the First Addendum changes the terms of the WPA with respect to the subject matter of the WPA. Except as otherwise expressly provided herein, nothing in this Fourth Addendum shall be construed such that it changes the terms of the Third Addendum, the Second Addendum or the First Addendum with respect to the subject matter of the Third Addendum, the Second Addendum or the First Addendum.

2. In consideration for Seven Seas entering into this Fourth Addendum, the Water Charge for First Pass Water as set forth in the WPA shall be modified and a new subparagraph Schedule 2.1(d) shall be added to the calculation of Water Charge:

Schedule 2.1 Water Charge. The Water Charge for each Billing Period shall be determined as the sum of the following components (a) through (d):

(d) Additional Post-Treatment Capital Cost Charge: A charge of \$0.15 per kgal shall be added to the Base Water Charge of \$4.19 per kgal beginning from May 1, 2015 and continuing for a period of ten (10) years. For this additional charge, Seven Seas shall install the carbon dioxide (CO₂) tank and its ancillary equipment along with the calcium carbonate (CaCO₃) contact tanks as contemplated in the attached Exhibit A-5. For avoidance of doubts, any ongoing operating costs, including but not limited to, cost of CO₂ (including rental and maintenance of the CO₂ tank and ancillary equipment), cost of CaCO₃, cost of transportation of the chemicals, cost of electricity, etc., shall remain the responsibility of WAPA.

3. Schedule 1(g) shall be deleted in its entirety and the following paragraphs shall be inserted in lieu thereof:

(a) Provide and maintain protective devices as set forth in Article 6 and as graphically depicted in Exhibit G. Of note, WAPA's static pressure at Seven Seas' Facility shall not exceed 71 PSI for First Pass Water and 30 PSI for Ultrapure Water.

4. Schedule 15 IV(b) shall be deleted in its entirety and the following paragraph shall be inserted in lieu thereof:

(b) WAPA shall absorb 100% of the production cost of electrical consumption at Seven Seas' Facility provided said consumption does not exceed the following performance guarantees, except for any adjustments as contemplated in Section 4.3(c), or any adjustments above the Water Pressure set forth in Schedule 1:

i. First Pass Water. The electrical consumption of First Pass Water shall not exceed 12.65 kWh per one thousand gallons of water produced, averaged over each invoicing period.

ii. Ultrapure Water. The electrical consumption of Ultrapure Water shall not exceed 3.75 kWh per one thousand gallons of water produced, averaged over each invoicing period.

iii For avoidance of doubts, the above electrical consumption guarantees for First Pass Water and Ultrapure Water shall be evaluated on a combined basis.


[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the Parties have caused this Fourth Addendum to be executed and delivered by their duly authorized representatives as of the date first set forth above.

ATTEST:

SEVEN SEAS WATER CORPORATION
(USVI)



By: 
Name: Douglas R. Brown
Title: CEO

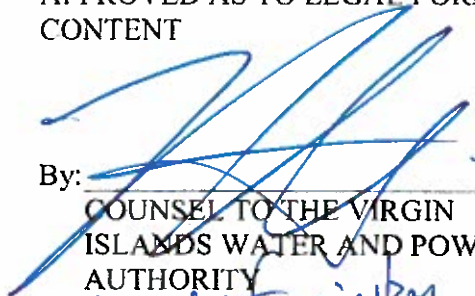
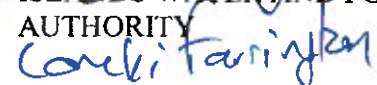
ATTEST:

VIRGIN ISLANDS WATER AND POWER
AUTHORITY



By: 
Name: Hugo Hodge Jr.
Title: Executive Director/CEO

APPROVED AS TO LEGAL FORM AND
CONTENT

By: 
COUNSEL TO THE VIRGIN
ISLANDS WATER AND POWER
AUTHORITY


to 2/4/15



Exhibit A-5 Preliminary Layout of Carbon Dioxide (CO2) and Calcium Carbonate (CaCO3) Tanks Installation

Note: This is a conceptual drawing only. Actual installation might deviate from the drawing based on engineering designs and assessments as agreed to by the Parties. Seller shall provide a copy of the final installation drawings, upon completion to WAPA, which drawings shall be kept on file with no further action required by the Parties.

AREA 31 BATTERY SYSTEM

AREA 52 SWING SYSTEM

AREA 24 CARBON DIOXIDE SYSTEM

AREA 57 CALCIUM CARBONATE SYSTEM

AREA 22 AIR SYSTEM

AREAS NOT SHOWN:
AREA 11 BATTERY SYSTEM
AREA 51 BATTERY SYSTEM
AREA 53 FLOW/VELOCITY WATER SYSTEM

A PLAN VIEW

REVISIONS	NO.	DATE	DESCRIPTION
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2	11/10/08	11/10/08	REVISED FOR PERMITTING
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WAPA
MAILEY, ST. THOMAS, USVI
P1087-M004-01
CD2 AND CD3 OPTION
PRELIMINARY LAYOUT
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FOURTH ADDENDUM TO WATER PURCHASE AGREEMENT

THIS FOURTH ADDENDUM TO WATER PURCHASE AGREEMENT, hereinafter referred to as (the "Fourth Addendum") is made and entered into as of February 4, 2015 by and between the VIRGIN ISLANDS WATER AND POWER AUTHORITY ("WAPA"), a public authority established and existing under the laws of the United States Virgin Islands (the "U.S. Virgin Islands"), and Seven Seas Water Corporation (USVI), ("Seven Seas"), a corporation organized and existing under the laws of the United States Virgin Islands. Each of WAPA and Seven Seas may be referred to in this Agreement as the "Party" and collectively as the "Parties." All capitalized terms not otherwise defined in this Third Addendum shall have the definitions specified in the WPA (as defined below).

RECITALS

WHEREAS, on May 12, 2011, WAPA and Seven Seas executed the Water Purchase Agreement (the "WPA") that provides for the construction, installation and operation by Seven Seas of the Facility to be located at the Randolph Harley Generation Plant on the island of St. Thomas, U.S. Virgin Islands; and

WHEREAS, on May 12, 2011, WAPA and Seven Seas executed a Lease Agreement (the "Lease") that provides for the leasing of real property from WAPA, as Landlord (as defined in the Lease), to Seven Seas, as Tenant (as defined in the Lease), for the construction, installation and operation by Seven Seas of the Facility within the Randolph Harley Generation Plant on real property described and depicted in the Lease; and

WHEREAS, on July 8, 2011, WAPA and Seven Seas entered into the First Addendum to the WPA (the "First Addendum") that provides for the accelerated construction, installation and commercial operation of a facility to produce Ultrapure Water; and

WHEREAS, on November 25, 2011, WAPA and Seven Seas entered into the Second Addendum to the WPA (the "Second Addendum") that provides for the construction, installation and commercial operation of temporary, containerized seawater reverse osmosis desalination systems for the production of up to 1.5 MGD (the "Temporary First Pass Water System" or "TFPW System") to supplement the water supply at the Randolph Harley Generation Plant; and

WHEREAS, on December 30, 2011, WAPA and Seven Seas entered into the Third Addendum to the WPA (the "Third Addendum") that provides for the construction, installation and commercial operation of an additional 0.5 MGD of temporary, containerized seawater reverse osmosis desalination systems (the "Additional TFPW System") to supplement the water supply at the Randolph Harley Generation Plant; and

WHEREAS, WAPA has an immediate need to provide additional post-treatment to the First Pass Water for the island of St. Thomas and St. John;

NOW THEREFORE, in consideration of the mutual promises and covenants of each Party to the other contained in this Fourth Addendum and for other good and valuable

consideration, the receipt and adequacy of which are hereby acknowledged, the Parties agree as follows:

TERMS OF FOURTH ADDENDUM

1. Except as otherwise expressly provided herein or therein, nothing in this Fourth Addendum, the Third Addendum, the Second Addendum or the First Addendum shall be construed such that either this Fourth Addendum, the Third Addendum, the Second Addendum or the First Addendum changes the terms of the WPA with respect to the subject matter of the WPA. Except as otherwise expressly provided herein, nothing in this Fourth Addendum shall be construed such that it changes the terms of the Third Addendum, the Second Addendum or the First Addendum with respect to the subject matter of the Third Addendum, the Second Addendum or the First Addendum.

2. In consideration for Seven Seas entering into this Fourth Addendum, the Water Charge for First Pass Water as set forth in the WPA shall be modified and a new subparagraph Schedule 2.1(d) shall be added to the calculation of Water Charge:

Schedule 2.1 Water Charge. The Water Charge for each Billing Period shall be determined as the sum of the following components (a) through (d):

(d) **Additional Post-Treatment Capital Cost Charge:** A charge of \$0.15 per kgal shall be added to the Base Water Charge of \$4.19 per kgal beginning from May 1, 2015 and continuing for a period of ten (10) years. For this additional charge, Seven Seas shall install the carbon dioxide (CO₂) tank and its ancillary equipment along with the calcium carbonate (CaCO₃) contact tanks as contemplated in the attached Exhibit A-5. For avoidance of doubts, any ongoing operating costs, including but not limited to, cost of CO₂ (including rental and maintenance of the CO₂ tank and ancillary equipment), cost of CaCO₃, cost of transportation of the chemicals, cost of electricity, etc., shall remain the responsibility of WAPA.

3. Schedule 1(g) shall be deleted in its entirety and the following paragraphs shall be inserted in lieu thereof:

(a) Provide and maintain protective devices as set forth in Article 6 and as graphically depicted in Exhibit G. Of note, WAPA's static pressure at Seven Seas' Facility shall not exceed 71 PSI for First Pass Water and 30 PSI for Ultrapure Water.

4. Schedule 15 IV(b) shall be deleted in its entirety and the following paragraph shall be inserted in lieu thereof:

(b) WAPA shall absorb 100% of the production cost of electrical consumption at Seven Seas' Facility provided said consumption does not exceed the following performance guarantees, except for any adjustments as contemplated in Section 4.3(c), or any adjustments above the Water Pressure set forth in Schedule 1:

- i. First Pass Water. The electrical consumption of First Pass Water shall not exceed 12.65 kWh per one thousand gallons of water produced, averaged over each invoicing period.
- ii. Ultrapure Water. The electrical consumption of Ultrapure Water shall not exceed 3.75 kWh per one thousand gallons of water produced, averaged over each invoicing period.
- iii For avoidance of doubts, the above electrical consumption guarantees for First Pass Water and Ultrapure Water shall be evaluated on a combined basis.


[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the Parties have caused this Fourth Addendum to be executed and delivered by their duly authorized representatives as of the date first set forth above.

ATTEST:

SEVEN SEAS WATER CORPORATION
(USVI)



By: 
Name: Douglas R. Brown
Title: CEO

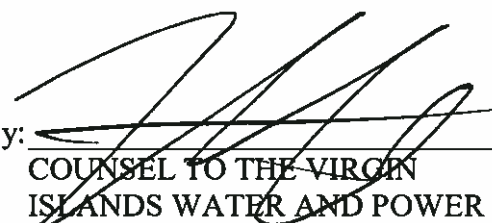
ATTEST:

VIRGIN ISLANDS WATER AND POWER
AUTHORITY



By: 
Name: Hugo Hodge Jr.
Title: Executive Director/CEO

APPROVED AS TO LEGAL FORM AND
CONTENT

By: 
COUNSEL TO THE VIRGIN
ISLANDS WATER AND POWER
AUTHORITY

AREA 31 BACKWASH SYSTEM



AREAS NOT SHOWN:
AREA 11 INTAKE SYSTEM
AREA 61 SUMP SYSTEM
AREA 62 INSTRUMENT AIR SYSTEM
AREA 63 PORTABLE/UTILITY WATER SYSTEM

PLAN VIEW

[illegible]

THIRD ADDENDUM TO WATER PURCHASE AGREEMENT

THIS **THIRD ADDENDUM TO WATER PURCHASE AGREEMENT**, hereinafter referred to as (the "Third St. Croix Addendum") is made and entered into as of February 4, 2015 by and between the VIRGIN ISLANDS WATER AND POWER AUTHORITY ("WAPA"), a public authority established and existing under the laws of the United States Virgin Islands (the "U.S. Virgin Islands"), and Seven Seas Water Corporation (USVI), ("Seven Seas"), a corporation organized and existing under the laws of the United States Virgin Islands. Each of WAPA and Seven Seas may be referred to in this Agreement as the "Party" and collectively as the "Parties." All capitalized terms not otherwise defined in this Third St. Croix Addendum shall have the definitions specified in the St. Croix WPA (as defined below)

RECITALS

WHEREAS, on April 5, 2012, WAPA and Seven Seas executed a Water Purchase Agreement for the construction, installation and operation by Seven Seas of a First Pass Water Facility to be located at the Richmond Generation Plant on the island of St. Croix, U.S. Virgin Islands, hereinafter referred to as (the "St. Croix WPA"); and,

WHEREAS, on April 5, 2012, WAPA and Seven Seas executed a Lease Agreement, hereinafter (the "Lease"), for the leasing of real property from WAPA, as Lessor, to Seven Seas, as Lessee, for the construction, installation and operation by Seven Seas of the First Pass Water Facility and the Ultrapure Water facility within the Richmond Generation Plant on real property described and depicted in the Lease; and,

WHEREAS, on August 27, 2012, WAPA and Seven Seas entered into the First Addendum to the St. Croix WPA (the "First St. Croix Addendum") that provides for the accelerated construction, installation and operation of a facility to produce Ultrapure Water; and,

WHEREAS, on June 12, 2013, WAPA and Seven Seas entered into the Second Addendum to the St. Croix WPA (the "Second St. Croix Addendum") that provides for the procurement and installation of the pumps, motors and associated electrical conduits and materials related to the replacement or refurbishment of the two (2) intake pumps located at the existing Intake Pit #2 inside the Richmond Generation Plant; and,

WHEREAS, WAPA has an immediate need to provide additional post-treatment to the First Pass Water for the island of St. Croix;

NOW THEREFORE, in consideration of the mutual promises and covenants of each Party to the other contained in this Third St. Croix Addendum and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Parties agree as follows:

TERMS OF ADDENDUM

1. Except as otherwise expressly provided herein, nothing in this Third St. Croix Addendum, the Second St. Croix Addendum or the First St. Croix Addendum shall be construed

such that either this Third St. Croix Addendum, the Second St. Croix Addendum or the First St. Croix Addendum changes the terms of the St. Croix WPA with respect to the subject matter of the St. Croix WPA. Except as otherwise expressly provided herein, nothing in this Third St. Croix Addendum shall be construed such that it changes the terms of the Second St. Croix Addendum or the First St. Croix Addendum with respect to the subject matter of the Second St. Croix Addendum or the First St. Croix Addendum.

2. In consideration for Seven Seas entering into this Third St. Croix Addendum, the Water Charge for First Pass Water as set forth in the St. Croix WPA shall be modified and a new subparagraph Schedule 2.1(e) shall be added to the calculation of Water Charge:

Schedule 2.1 Water Charge. The Water Charge for each Billing Period shall be determined as the sum of the following components (a) through (e):


(e) **Additional Post-Treatment Capital Cost Charge:** A charge of \$0.15 per kgal shall be added to the Base Water Charge of \$3.43 per kgal beginning from May 1, 2015 and continuing for a period of ten (10) years. For this additional charge, Seven Seas shall install the carbon dioxide (CO₂) tank and its ancillary equipment along with the calcium carbonate (CaCO₃) contact tanks as contemplated in the attached Exhibit A-7. For avoidance of doubts, any ongoing operating costs, including but not limited to, cost of CO₂ (including rental and maintenance of the CO₂ tank and ancillary equipment), cost of CaCO₃, cost of transportation of the chemicals, cost of electricity, etc., shall remain the responsibility of WAPA.

IN WITNESS WHEREOF, the Parties have caused this Third St. Croix Addendum to be executed and delivered by their duly authorized representatives as of the date first set forth above.

ATTEST:




SEVEN SEAS WATER CORPORATION
(USVI)

By: 
Name: _____
Title: _____

ATTEST:



VIRGIN ISLANDS WATER AND POWER
AUTHORITY

By: 
Name: _____
Title: _____

APPROVED AS TO LEGAL FORM AND
CONTENT

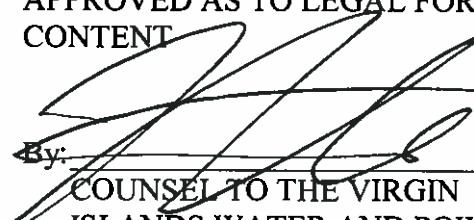
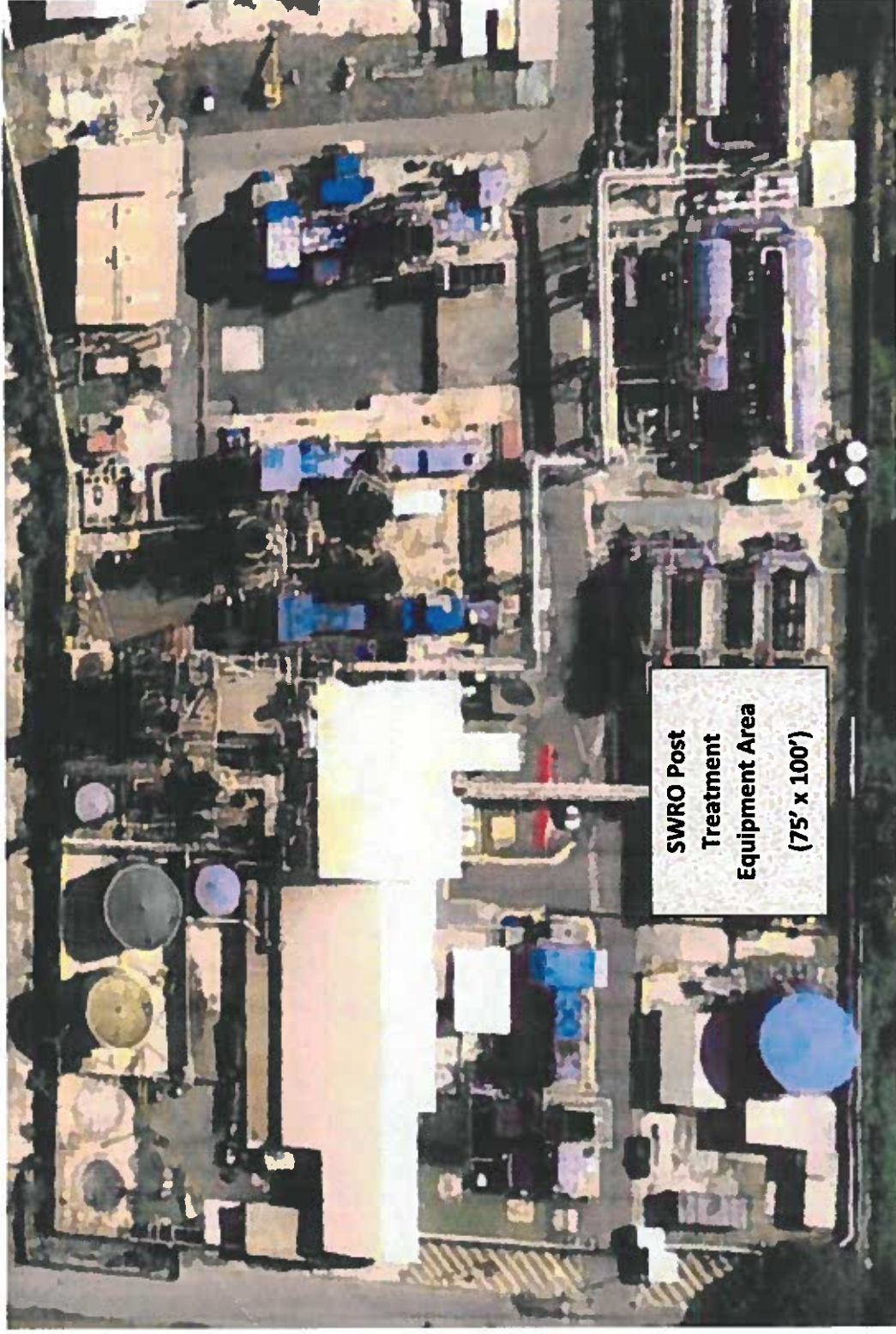
By: 
COUNSEL TO THE VIRGIN
ISLANDS WATER AND POWER
AUTHORITY

Exhibit A-7
Richmond Generation Plant
Preliminary Layout of Carbon Dioxide (CO₂) and
Calcium Carbonate (CaCO₃) Tanks Installation



Note: This is a conceptual drawing only. Actual installation might deviate from the drawing based on engineering designs and assessments as agreed to by the Parties. Seller shall provide a copy of the final installation drawings, upon completion to WAPA, which drawings shall be kept on file with no further action required by the Parties.

FOURTH ADDENDUM TO WATER PURCHASE AGREEMENT

THIS FOURTH ADDENDUM TO WATER PURCHASE AGREEMENT, hereinafter referred to as (the "Fourth Addendum") is made and entered into as of February 4, 2015 by and between the VIRGIN ISLANDS WATER AND POWER AUTHORITY ("WAPA"), a public authority established and existing under the laws of the United States Virgin Islands (the "U.S. Virgin Islands"), and Seven Seas Water Corporation (USVI), ("Seven Seas"), a corporation organized and existing under the laws of the United States Virgin Islands. Each of WAPA and Seven Seas may be referred to in this Agreement as the "Party" and collectively as the "Parties." All capitalized terms not otherwise defined in this Third Addendum shall have the definitions specified in the WPA (as defined below).

RECITALS

WHEREAS, on May 12, 2011, WAPA and Seven Seas executed the Water Purchase Agreement (the "WPA") that provides for the construction, installation and operation by Seven Seas of the Facility to be located at the Randolph Harley Generation Plant on the island of St. Thomas, U.S. Virgin Islands; and

WHEREAS, on May 12, 2011, WAPA and Seven Seas executed a Lease Agreement (the "Lease") that provides for the leasing of real property from WAPA, as Landlord (as defined in the Lease), to Seven Seas, as Tenant (as defined in the Lease), for the construction, installation and operation by Seven Seas of the Facility within the Randolph Harley Generation Plant on real property described and depicted in the Lease; and

WHEREAS, on July 8, 2011, WAPA and Seven Seas entered into the First Addendum to the WPA (the "First Addendum") that provides for the accelerated construction, installation and commercial operation of a facility to produce Ultrapure Water; and

WHEREAS, on November 25, 2011, WAPA and Seven Seas entered into the Second Addendum to the WPA (the "Second Addendum") that provides for the construction, installation and commercial operation of temporary, containerized seawater reverse osmosis desalination systems for the production of up to 1.5 MGD (the "Temporary First Pass Water System" or "TFPW System") to supplement the water supply at the Randolph Harley Generation Plant; and

WHEREAS, on December 30, 2011, WAPA and Seven Seas entered into the Third Addendum to the WPA (the "Third Addendum") that provides for the construction, installation and commercial operation of an additional 0.5 MGD of temporary, containerized seawater reverse osmosis desalination systems (the "Additional TFPW System") to supplement the water supply at the Randolph Harley Generation Plant; and

WHEREAS, WAPA has an immediate need to provide additional post-treatment to the First Pass Water for the island of St. Thomas and St. John;

NOW THEREFORE, in consideration of the mutual promises and covenants of each Party to the other contained in this Fourth Addendum and for other good and valuable

consideration, the receipt and adequacy of which are hereby acknowledged, the Parties agree as follows:

TERMS OF FOURTH ADDENDUM

1. Except as otherwise expressly provided herein or therein, nothing in this Fourth Addendum, the Third Addendum, the Second Addendum or the First Addendum shall be construed such that either this Fourth Addendum, the Third Addendum, the Second Addendum or the First Addendum changes the terms of the WPA with respect to the subject matter of the WPA. Except as otherwise expressly provided herein, nothing in this Fourth Addendum shall be construed such that it changes the terms of the Third Addendum, the Second Addendum or the First Addendum with respect to the subject matter of the Third Addendum, the Second Addendum or the First Addendum.

2. In consideration for Seven Seas entering into this Fourth Addendum, the Water Charge for First Pass Water as set forth in the WPA shall be modified and a new subparagraph Schedule 2.1(d) shall be added to the calculation of Water Charge:

Schedule 2.1 Water Charge. The Water Charge for each Billing Period shall be determined as the sum of the following components (a) through (d):

(d) **Additional Post-Treatment Capital Cost Charge:** A charge of \$0.15 per kgal shall be added to the Base Water Charge of \$4.19 per kgal beginning from May 1, 2015 and continuing for a period of ten (10) years. For this additional charge, Seven Seas shall install the carbon dioxide (CO₂) tank and its ancillary equipment along with the calcium carbonate (CaCO₃) contact tanks as contemplated in the attached Exhibit A-5. For avoidance of doubts, any ongoing operating costs, including but not limited to, cost of CO₂ (including rental and maintenance of the CO₂ tank and ancillary equipment), cost of CaCO₃, cost of transportation of the chemicals, cost of electricity, etc., shall remain the responsibility of WAPA.

3. Schedule 1(g) shall be deleted in its entirety and the following paragraphs shall be inserted in lieu thereof:

(a) Provide and maintain protective devices as set forth in Article 6 and as graphically depicted in Exhibit G. Of note, WAPA's static pressure at Seven Seas' Facility shall not exceed 71 PSI for First Pass Water and 30 PSI for Ultrapure Water.

4. Schedule 15 IV(b) shall be deleted in its entirety and the following paragraph shall be inserted in lieu thereof:

(b) WAPA shall absorb 100% of the production cost of electrical consumption at Seven Seas' Facility provided said consumption does not exceed the following performance guarantees, except for any adjustments as contemplated in Section 4.3(c), or any adjustments above the Water Pressure set forth in Schedule 1:

- i. First Pass Water. The electrical consumption of First Pass Water shall not exceed 12.65 kWh per one thousand gallons of water produced, averaged over each invoicing period.
- ii. Ultrapure Water. The electrical consumption of Ultrapure Water shall not exceed 3.75 kWh per one thousand gallons of water produced, averaged over each invoicing period.
- iii For avoidance of doubts, the above electrical consumption guarantees for First Pass Water and Ultrapure Water shall be evaluated on a combined basis.

[SIGNATURE PAGE TO FOLLOW]


IN WITNESS WHEREOF, the Parties have caused this Fourth Addendum to be executed and delivered by their duly authorized representatives as of the date first set forth above.

ATTEST:

SEVEN SEAS WATER CORPORATION
(USVI)

A handwritten signature in black ink, appearing to be "D. Brown", written over a horizontal line.

By:

A handwritten signature in black ink, appearing to be "D. Brown", written over a horizontal line.

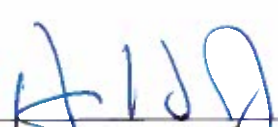
Name: Douglas R. Brown
Title: CEO

ATTEST:

VIRGIN ISLANDS WATER AND POWER
AUTHORITY

A handwritten signature in blue ink, appearing to be "H. Hodge", written over a horizontal line.

By:

A handwritten signature in blue ink, appearing to be "H. Hodge", written over a horizontal line.

Name: Hugo Hodge Jr.
Title: Executive Director/CEO

APPROVED AS TO LEGAL FORM AND
CONTENT

By:

A handwritten signature in black ink, appearing to be "J. Smith", written over a horizontal line.

COUNSEL TO THE VIRGIN
ISLANDS WATER AND POWER
AUTHORITY

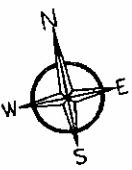


Exhibit A-5 Preliminary Layout of Carbon Dioxide (CO2) and Calcium Carbonate (CaCO3) Tanks Installation

Note: This is a conceptual drawing only. Actual installation might deviate from the drawing based on engineering designs and assessments as agreed to by the Parties. Seller shall provide a copy of the final installation drawings, upon completion to WAPA, which drawings shall be kept on file with no further action required by the Parties.

AREA 31 BACKWASH SYSTEM

AREA 24 CARBON FILTER SYSTEM

AREA 32 SWD SYSTEM

AREA 33 PRODUCT TREATMENT SYSTEM

AREA 35 CO2

AREA 37 CALCIUM ADDITION

AREA 22 WAF SYSTEM

AREAS NOT SHOWN:
AREA 11 WASTE SYSTEM
AREA 15 SUPPLY SYSTEM
AREA 16 FOUNTAIN/UTILITY WATER SYSTEM

A PLAN VIEW

<p>WAPA HAILEY, ST. THOMAS, USVI PIBES-00004-01.dwg</p>		<p>P1062 HAILEY SWD PLANT</p>		<p>CD2 AND CO2S OPTION PRELIMINARY LAYOUT</p>		<p>SEVEN SEAS ENGINEERS</p>	
<p>APPROVALS</p>		<p>MECHANICAL</p>		<p>MECHANICAL</p>		<p>MECHANICAL</p>	
<p>INDIVIDUAL TOLERANCE LIMIT OVERLINE SYSTEM</p>		<p>APPROVALS</p>		<p>MECHANICAL</p>		<p>MECHANICAL</p>	
<p>DATE: 11/11/11</p>		<p>DATE: 11/11/11</p>		<p>DATE: 11/11/11</p>		<p>DATE: 11/11/11</p>	
<p>BY: [Signature]</p>		<p>BY: [Signature]</p>		<p>BY: [Signature]</p>		<p>BY: [Signature]</p>	
<p>NO NOT SCALE DRAWING</p>		<p>NO NOT SCALE DRAWING</p>		<p>NO NOT SCALE DRAWING</p>		<p>NO NOT SCALE DRAWING</p>	