

SECOND AMENDMENT TO LEASE AGREEMENT

This Second Amendment to Lease Agreement is made this 19th day of September, 2011, by and between GENON MID-ATLANTIC, LLC (Successor to Mirant Mid-Atlantic, LLC) ("GENON" or "Landlord") and MONTGOMERY COUNTY, MARYLAND, a body corporate and politic and a political subdivision of the State of Maryland ("County" or "Tenant"); (GENON MID-ATLANTIC, LLC and MONTGOMERY COUNTY, MARYLAND) together "the PARTIES" and individually being a "PARTY").

WHEREAS the PARTIES entered into a Lease Agreement dated October 9, 2001) the "Agreement") for premises located on GENON's property at the Dickerson Generating Plant, 21200 Martinsburg Road, Dickerson, Maryland 20843 (the "Property") for installation and operation of COUNTY's Antennae Facility; and

WHEREAS, the Agreement Term expires September 30, 2011; and

WHEREAS, the PARTIES desire to amend the Agreement by extending the term of the Agreement for an additional five (5) year period; and

WHEREAS, the PARTIES further desire to amend the notice provisions of the Agreement to reflect the current notice address of the PARTIES.

NOW THEREFORE, for the mutual promises contained herein contained and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the PARTIES hereby agree as follows:

1. Unless otherwise set forth in this Second Amendment, all capitalized terms shall have the same meanings as set forth in the Agreement.
2. All references to MIRANT in the Agreement shall be changed to GENON.
3. The Agreement term as shown in the First Amendment is hereby extended for an additional term of five (5) years, commencing on October 1, 2011 and ending on September 30, 2016 (the "Extended Agreement Term").

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4. Article 3 of the Agreement is hereby further amended by inserting a new rent schedule for the Extended Agreement Term; rent shall be paid on a monthly basis, in accordance with the new rent schedule, as follows:

<u>Year</u>	<u>Annual</u>	<u>Monthly</u>
Year 1 – 10/1/11 thru 9/30/12	\$72,600.00	\$6,050.00
Year 2 – 10/1/12 thru 9/30/13	\$73,800.00	\$6,150.00
Year 3 – 10/1/13 thru 9/30/14	\$75,000.00	\$6,250.00
Year 4 – 10/1/14 thru 9/30/15	\$76,200.00	\$6,350.00
Year 5 – 10/1/15 thru 9/30/16	\$77,400.00	\$6,450.00

5. Article 17 of the Agreement is hereby amended by deleting the MIRANT and COUNTY notice address in its entirety and adding the following in lieu thereof:

GENON ENERGY SERVICES, LLC

Attention: Supply Chain Manager

1000 Main Street

Houston, Texas 77002

With a copy, that does not constitute Notice to:

GENON ENERGY SERVICES, LLC

Attention: Legal Department

1000 Main Street

Houston, Texas 77002

KCP

GENON MID-ATLANTIC, LLC

Dickerson Generating Station

21200 Martinsburg Road

Dickerson, Maryland 20842

Attn: Director Operations – West

COUNTY

Montgomery County, Maryland

Department of General Services

Office of Real Estate

101 Monroe Street, 9th Floor

Rockville, Maryland 20850

Attn: Director, Office of Real Estate

With a copy, that does not constitute Notice to:

Montgomery County, Maryland

Office of the County Attorney

101 Monroe Street, 3rd Floor

Rockville, Maryland 20850

Attn: Associate County Attorney

As

6. Article 3 of the Agreement is hereby amended by changing the check payee from MIRANT MID-ATLANTIC, LLC to GENON MID-ATLANTIC, LLC with the remit to address changing to:

GENON ENERGY SERVICES, LLC

Attention: Hassan Khan

PO Box 3795

Houston, Texas 77002

7. Except as amended, all of the terms, covenants and conditions of the Agreement remain in full force and effect.

SIGNATURE PAGE TO FOLLOW

IN WITNESS WHEREOF, the Parties hereto have caused this Second Amendment to the Agreement to be properly executed the day and year first above written.

WITNESS:

LANDLORD

By: Alan Perloff

GENON MID-ATLANTIC, LLC

By: KL B

Name: Kevin Baudreaux

Title: VP Eastern PSM Asset Mgmt

Date: 9-23-11

WITNESS:

COUNTY:

By: Julie L. White

MONTGOMERY COUNTY, MARYLAND

By: Ramona Bell-Pearson

Name: ~~Diane R. Schwartz Jones~~ Ramona Bell-Pearson

Title: Assistant Chief Administrative Officer

Date: 10/12/11

Approved as to Form and Legality

Recommended:

Office of the County Attorney

By: Alexandra Thompson

By: Cynthia L. Brenneman

Name: Alexandra Thompson

Cynthia L. Brenneman, Director

Title: Assistant County Atty

Office of Real Estate

Date: 9/16/11

Date: 9/16/11

AP