

MEMORANDUM OF COMPANY LEASE

NAME AND ADDRESS OF LESSOR: MIRANT BOWLINE, LLC
140 SAMSONDALE AVENUE
WEST HAVERSTRAW, NEW YORK 10993

HUDSON VALLEY GAS CORPORATION
140 SAMSONDALE AVENUE
WEST HAVERSTRAW, NEW YORK 10993

NAME AND ADDRESS OF LESSEE: COUNTY OF ROCKLAND
INDUSTRIAL DEVELOPMENT AGENCY
ONE BLUE HILL PLAZA
PEARL RIVER, NEW YORK 10965

DATE OF EXECUTION OF LEASE: June __, 2006

DESCRIPTION OF LEASED PREMISES: See Exhibit "A" annexed hereto

TERM OF LEASE: The lease shall be for a term of seven years, and commences on June 30, 2006, and shall terminate no later than May 31, 2014.

IN WITNESS WHEREOF, the parties hereto have respectively executed this Memorandum of Company Lease this ____ day of June, 2006.

MIRANT BOWLINE, LLC,
a Delaware limited liability company

By: Mirant New York, Inc., its sole member

By: _____
Jeffrey R. Perry, President

HUDSON VALLEY GAS CORPORATION

By: _____
Jeffrey R. Perry, President

**COUNTY OF ROCKLAND INDUSTRIAL
DEVELOPMENT AGENCY**

By: _____
Eric Dranoff, Chairperson

