AMENDMENT NO. 9
TO
Agreement for Energy Wise Low Income Weatherization Program Implementation between the Gila County Division of Health and Community Services and Arizona Public Service Company

THIS AMENDMENT NO. 9 is entered into effective as of the 1st day of August, 2013, by and between Arizona Public Service Company, an Arizona corporation, with offices at 400 North 5th Street, Phoenix, Arizona 85004 ("APS") and the Gila County Division of Health and Community Services, the Contractor, with offices at 5515 South Apache Avenue, Globe, Arizona 85501 ("Counterparty"). ("APS" and "Counterparty" are referred to herein individually as "Party" and collectively as the "Parties").

WHEREAS, APS and Counterparty are Parties to that certain Agreement for Energy Wise Low Income Weatherization Program Implementation between APS and Counterparty, Contract No. 700518523, dated effective as of the 1st day of January, 2008 (the "Original Contract"); and,

WHEREAS, the Parties desire to make mutually agreed upon changes;

NOW THEREFORE, in consideration of the above premises and respective covenants and agreements hereinafter set forth, the Parties agree to amend the Original Contract as follows:

1. *Defined Terms*. Defined terms not otherwise defined herein shall have the meaning set forth in the Original Contract.
2. *Allocation*. The Allocation established under Section 3.A (Compensation/Taxes) of the Original Contract shall "not exceed $141,429.00" for the calendar year 2013.
3. *Remaining Terms Unchanged*. Except as modified in this Amendment No. 9, all other terms and conditions of the Original Contract shall remain unchanged.

IN WITNESS WHEREOF, the authorized representatives of both Parties have executed this Amendment No. 009, effective as of the date first above written:

GILA COUNTY DIVISION OF COMMUNITY SERVICES	**ARIZONA PUBLIC SERVICE COMPANY**
(signature)	Keith Brandt (signature)
Michael A. Pastor	Keith Brandt
Chairman, Gila County Board of Supervisors	Buyer Leader (title)
(date)	8-7-13 (date)

APPROVED AS TO FORM:

Bryan Chambers, Deputy Attorney Principal Date