



SOUTHERN CALIFORNIA
EDISON[®]

An EDISON INTERNATIONAL[®] Company

George P. Perez
Right of Way Agent
George.Perez@sce.com

August 31, 2006

City of Agoura Hills
30001 Ladyface Court
Agoura Hills, CA 91301
Attention: Greg Ramirez

SUBJECT: Relocation of Facilities -
Distribution/Telecommunications – Rule 20B
Kanan / 101 Freeway Offramp Project
City of Agoura Hills
Real Properties File # REL05126484 J.O. # 3805

We have reviewed your request for the under ground relocation of Southern California Edison Company's (SCE) Distribution and Telecommunication facilities from the start point at the corner of Kanan / Roadside to Agoura Road, to Roadside then east to the relocation start point.

The estimated cost to relocate the distribution and telecommunication facilities to accommodate the development of your project is \$1,135,974.69. A previous deposit of \$678,823.00 has been received by this office for the installation of underground infrastructure. Therefore, the completed cost balance due now is \$457,151.69. Please be advised that this completed cost estimate includes credits taken for salvage, joint pole and overhead equivalent relocation costs.

Please issue your check payable to Southern California Edison Company, and forward it to the address shown below to my attention. Please identify your check with the subject CRE File Number REL05126484. Upon receipt of your check and the executed acknowledgement set forth below, I will authorize the Distribution and Telecommunication project planners to schedule the installation of facilities. You may contact Kendra Heineke at (805)-497-5622 for a schedule at that time. As always, we will continue to work with the City's construction schedule.

Please note that the underground relocation is based on estimated costs. SCE's work, however, is being performed on an actual cost basis. Therefore, at the completion of the project, you will be sent a final invoice and be billed or refunded any difference covering the actual cost of the job. Any amount owed by you to SCE at the completion of the project shall be due no later than 30 days after receipt of the final invoice. All prices quoted and/or written are applicable through November 30, 2006.

This completed cost estimate has been calculated and presented to you without an Income Tax Component of Contribution (ITCC). In the event that the Internal Revenue Service (IRS) state, city and/or local governmental taxing authority determines that this project is taxable, the City of Agoura Hills will reimburse the Southern California Edison Company for the full amount of the tax liability determined by the IRS, state, city and/or local

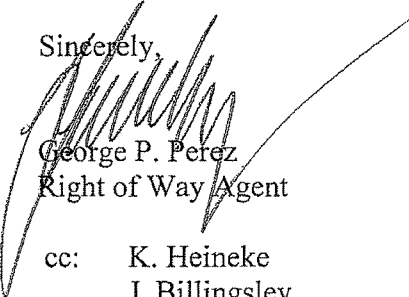
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governmental authority, plus interest, penalties, fees, and related costs. Such amounts will be paid to Edison within 60 days after notification of such event by Edison to the City of Santa Clarita. This project is exclusively funded by the City of Agoura Hills.

If your project will be delayed or canceled, please notify me immediately at (805) 654-7336.

Please acknowledge your understanding of SCE's relocation process, as stated above, by signing and returning the copy of this letter marked "R/W File Copy."

Sincerely,



George P. Perez
Right of Way Agent

- cc: K. Heineke
- J. Billingsley
- C. Frost
- R. Gonzales
- M. Johnson
- P. Alegre

ACKNOWLEDGEMENT OF SCE'S RELOCATION PROCESS

City of Agoura Hills

By: _____
Signature

Date: _____

Print Name

Title: _____