

**DEP GRANT AGREEMENT-
ALTERNATIVE FUELS INCENTIVE GRANT PROGRAM**

This Grant Agreement is entered into, by and between Thar Process Inc, 730 William Pitt Way, Pittsburgh, PA 15238-1333, a Corporation, ("Grantee"), and the Commonwealth of Pennsylvania, Department of Environmental Protection, Office of Energy and Technology Deployment, 400 Market Street, 15th Floor, Harrisburg, PA 17101 ("Department" or "DEP").

WITNESSETH:

WHEREAS, Grantee has submitted a grant application for the Alternative Fuels Incentive Grant (AFIG) Program ("Project") and DEP has approved the application; and

WHEREAS, DEP is authorized to enter into this grant pursuant to Section 3 of the Alternative Fuels Incentive Act (73 P.S. 1647.1 et seq.);

NOW, THEREFORE, the Grantee and DEP, in consideration of the foregoing and intending to be legally bound hereby, agree as follows:

1. MAXIMUM GRANT DOLLAR AMOUNT- DEP grants to Grantee the amount not to exceed \$588,000.
2. GRANT TERM – This Grant Agreement shall not be a legally binding agreement until this Agreement is fully executed by the Commonwealth. The term of this Grant Agreement shall commence on the date this Agreement is fully executed by the Commonwealth, and shall terminate three (3) years from the later to occur of (a) the Project completion date (as defined below) or (b) the date of final payment.
3. PERIOD OF PERFORMANCE – Upon full execution of this Agreement, Project work (a) may, at the discretion of the Department, be reimbursed from July 1, 2008 through the date of full execution and (b) shall be paid for from the date of full execution through June 30, 2010 (the "Project completion date"). All Project work under this Agreement shall be completed no later than the Project completion date.
4. STANDARD COMMONWEALTH ATTACHMENTS- Grantee shall comply with the terms and conditions applicable to "Contractor" in the following standard Commonwealth attachments, each attached hereto and made a part hereof:

Attachment A- Provisions for Commonwealth Contracts
Attachment B- Nondiscrimination/Sexual Harassment Clause

5. DEP GENERAL CONDITIONS – Grantee shall perform Project work in accordance with the following general conditions attached hereto and made a part hereof. For the purposes of this attachment, “Grantee” and “Contractor” are synonymous:

Attachment C- DEP General Conditions

6. SCOPE OF WORK; BUDGET- Grantee shall perform Project work in accordance with the Project Scope of Work set forth in Attachment D. Grantee shall incur expenses under this agreement and DEP shall pay Grantee for Project work in accordance with the Budget included in Attachment D and in accordance with the Special Requirements/Special Conditions (Attachment E) described in Paragraph 7 below. Attachment D is attached hereto and made a part hereof:

Attachment D- Project Scope of Work and Budget

7. SPECIAL REQUIREMENTS/SPECIAL CONDITIONS – Grantee shall perform Project work in accordance with the following grant program-specific special conditions attached hereto and made a part hereof:

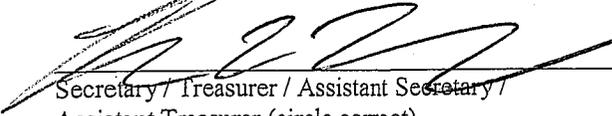
Attachment E - Special Requirements / Special Conditions

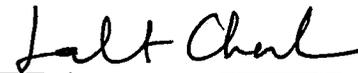
Signature sheet for Corporations, School Districts and Non-profit Organizations

IN WITNESS WHEREOF, the parties hereto have signed and sealed these presents.

ATTEST/WITNESS:

Thar Process Inc:


Secretary / Treasurer / Assistant Secretary /
Assistant Treasurer (circle correct)

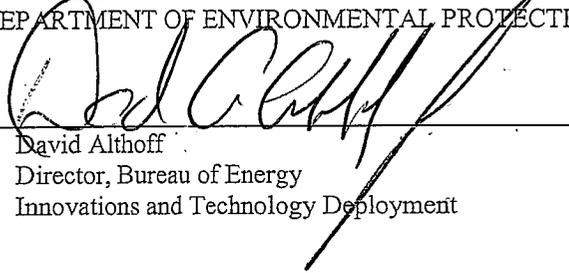

President / Vice President (circle correct)

757746
Vendor Number

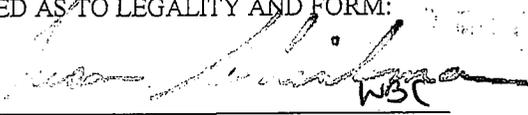
WITNESS:

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION




David Althoff
Director, Bureau of Energy
Innovations and Technology Deployment

APPROVED AS TO LEGALITY AND FORM:

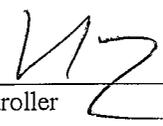

WBC
Chief/Assistant Counsel
Department of Environmental Protection

(NOT REQUIRED)
Office of General Counsel

PRE-APPROVED
Office of Attorney General

I hereby approve this agreement and certify that
funds in the amount of \$588,000
are available under the Appropriation Symbol:

600790000 3577009000 3570041661 6600200


Comptroller Robert T. Crone Date 10/5/09

Document Number: 4100050345