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GAS GATHERING AGREEMENTS

Featured Operations Agreements

THIS AMENDMENT AND JOINDER TO GAS GATHERING

AGREEMENTS (this "**Amendment**") is made as of December 18, 2006, among Atlas Pipeline Partners, L.P., a Delaware limited partnership, and Atlas Pipeline Operating Partnership, L.P., a Delaware limited partnership (collectively, "**Gatherer**"), Atlas America, Inc., a Delaware corporation ("**Atlas America**"), Resource Energy, LLC, a Delaware limited liability company (formerly Resource Energy, Inc., "**Resource Energy**"), Viking Resources, LLC, a Pennsylvania limited liability company (formerly Viking Resources Corporation, "**Viking Resources**"), Atlas Noble, LLC, a Delaware limited liability company ("**Atlas Noble**"), Atlas Resources, LLC, a Pennsylvania limited liability company (formerly Atlas Resources, Inc., "**Atlas Resources**"), Atlas Energy Resources, LLC, a Delaware limited liability company ("**Atlas Energy**"), and Atlas Energy Operating Company, LLC, a Delaware limited liability company ("**Energy Operating**").

RECITALS

A. Gatherer and Atlas America, Resource Energy and Viking Resources are parties to the Master Natural Gas Gathering Agreement dated February 2, 2000 (as amended on October 25, 2005, the "**2000 Gathering Agreement**") and desire to amend the same in accordance with the terms hereof.

B. Gatherer and Atlas America (as successor to Atlas Energy Group, Inc.), Atlas Resources, Atlas Noble, Resource Energy and Viking Resources are parties to the Natural Gas Gathering Agreement dated January 1, 2002 (as amended on October 25, 2005, the "**2002 Agreement**" and with the 2000 Gathering Agreement, the "**Gathering Agreements**") and desire to amend the same in accordance with the terms hereof.

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Transfer on Death Agreement and Beneficiary Designation

Use this form to register a Pax World Fund account as Transfer On Death (TOD) form. If you are completing this form for a new account, you must also submit a completed New Account Application. Please read the Rules Governing TOD Account Registration provided with this form before signing below. Do not use this form for IRA and IRA accounts. If you have any questions about the Rules or need help completing this form, please call 1 (800) 372-7527 between 9am and 6pm ET M-F.

1. Account Registration

Account Type (check one): Individual Joint Tenants With Rights

Account Number	Share Class		
Account Owner's First Name	Middle Initial	Last Name	Social Security/Tax ID No. (required)
Joint Account Owner's First Name	Middle Initial	Last Name	Social Security/Tax ID No. (required)
Working Address	City	State	Zip Code
Contact Telephone	Email Address		

Check here if contact information above is new.

2. Add or Change Transfer on Death Beneficiaries

To change TOD beneficiaries on another account number, please complete and attach an additional form.

Check one box:

- Add TOD beneficiaries to my new account. Complete and attach the New Account Application.
- Add TOD beneficiaries to my existing account listed in Section 1.
- Add to the existing TOD beneficiaries on my account listed in Section 1.
- Replace all existing TOD beneficiaries on my account listed in Section 1.

3. Primary Beneficiary Designation

Make payment in the proportions specified below. If any primary beneficiary predeceases me, his or her share is to be divided among the primary beneficiaries who survive me in the relative proportions assigned to each such surviving primary beneficiary. If there is no designated beneficiary living at the time any such payment becomes due, payment shall be made to my estate, unless otherwise required under the law of my state of residence. Please check here if you are attaching any page(s) with additional beneficiaries; please sign the attached page.

Name of Beneficiary	% of Distribution	Social Security/Tax ID No. (required)
Relationship	Beneficiary's Birthdate (mm/dd/yyyy)	Name of Guardian/Trustee(s) (if Beneficiary is a Minor/Trust)
Beneficiary's Working Address	City	State Zip Code
Name of Beneficiary	% of Distribution	Social Security/Tax ID No. (required)
Relationship	Beneficiary's Birthdate (mm/dd/yyyy)	Name of Guardian/Trustee(s) (if Beneficiary is a Minor/Trust)
Beneficiary's Working Address	City	State Zip Code

Supply Agreement

Featured Manufacturing Supply Agreements

Confidential Treatment Requested by Tesla Motors, Inc.

[Lotus Logo]

[Tesla Logo]

THIS AGREEMENT is dated the 4th day of August 2009

BETWEEN:

- (1) **LOTUS CARS LIMITED** a company incorporated in England and Wales (registered number 895081) having its registered office at Potash Lane, Hethel, Norwich, Norfolk, NR14 8EZ, UK ("LOTUS"); and
- (2) **TESLA MOTORS, INC.** a company incorporated in the State of Delaware having its registered office at 1050 Bing Street, San Carlos, CA 94070, USA ("TESLA") each individually referred to as a Party or together as the Parties.

WHEREAS:

The Parties entered into an Agreement entitled Supply Agreement for Products and Services Based on Lotus Elise Technology dated 11 July 2005 ("the Manufacturing Services Agreement" or the "MSA") and now wish to revise a number of the provisions of the MSA as set out in this Agreement (Amendment Number 1").

IT IS AGREED AS FOLLOWS:

1. The various additions, variations and changes to the clauses referred to below and highlighted for ease of reference in bold italics shall come into force on the Effective Date of this Agreement provided that all outstanding invoices payable by TESLA to LOTUS which are outside terms have been discharged.

2. Definitions

- 2.1 There shall be included in the MSA the following new definitions:

More at agreements.org



TENANCY AGREEMENT

AN AGREEMENT made on the _____ of _____, Two Thousand and _____ (20____)

BETWEEN

NRIC / Passport No. _____ of _____ (hereinafter called "the Landlord") of the one part

AND

NRIC / Passport No. _____ of _____ (hereinafter called "the Tenant") of the other part.

NOW IT IS HEREBY AGREED as follows:

- 1. The Landlord agrees to let and the Tenant agrees to take the premises (ROOM) known as _____ for a term of _____ months, commencing from _____ by _____ yielding and paying the monthly rent of SINGAPORE DOLLARS (S\$ _____)
2. The Tenant shall pay a security deposit of _____ month(s) rental which is equivalent to SINGAPORE DOLLARS (S\$ _____). This deposit shall be refunded to the Tenant upon expiry of the tenancy.
3. Advance payment of first month rental equivalent to SINGAPORE DOLLARS (S\$ _____) shall be paid to the Landlord on signing this Agreement.
4. The monthly rental sum "shall" shall not include all charges for water supply, electricity and toilet usage.
5. Minor cooking is to not allowed.
6. The Tenant shall not make any major alterations or any internal construction of the Premises without prior approval from the Landlord.
7. The Tenant shall himself bear all telephone charges under the Tenant's registered name.
8. The Tenant is to be responsible for all minor repairs and replacement of parts and other expendable items in his room at his own expense up to Singapore Dollars _____.

PLEASE INITIAL
Landlord
Tenant

Operating Agreement

WXYZ Company, LLC,
a [State] Limited Liability Company

THIS OPERATING AGREEMENT of WXYZ Company, LLC (the "Company") is entered into as of the date set forth on the signature page of this Agreement by each of the Members listed on Exhibit A of this Agreement.

A. The Members have formed the Company as a [State] limited liability company under the [State] Limited Liability Company Act. The purpose of the Company is to conduct any lawful business for which limited liability companies may be organized under the laws of the state of [State]. The Members hereby adopt and approve the articles of organization of the Company filed with the [State] Secretary of State.

B. The Members enter into this Agreement to provide for the governance of the Company and the conduct of its business, and to specify their relative rights and obligations.

ARTICLE 1: DEFINITIONS

Capitalized terms used in this Agreement have the meanings specified in this Article 1 or elsewhere in this Agreement and if not so specified, have the meanings set forth in the [State] Limited Liability Company Act.

"Agreement" means this Operating Agreement of the Company, as may be amended from time to time.

"Capital Account" means, with respect to any Member, an account consisting of such Member's Capital Contribution, (1) increased by such Member's allocated share of income and gain, (2) decreased by such Member's share of losses and deductions, (3) decreased by any distributions made by the Company to such Member, and (4) otherwise adjusted as required in accordance with applicable tax laws.

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What Is a Master Netting Agreement? How to Lease a Vehicle to a Trucking... How to Terminate a Contract Prior... Small Business Investment Agreement How to Manage the Contract Management... Rules of Contract Termination How to Write an Amendment to a... What Is an Assignment Fee? What Is an Offtake Agreement? Definitions of Contract Language Contract Management Challenges How to Use a Promissory Note for... What Is a Master Supply Agreement? Three-Way Nondisclosure Agreements This Sample Amendment to Contract can help you incorporate any changes to an existing agreement, quickly and painlessly. You'll also find tips on filling in the form in the "Completing the Amendment" section below. (For more information on making changes to an agreement that's already in writing, see Nolo's article Amending an Existing Contract.) Amendment to Contract 1. This amendment (the "Amendment") is made by _____ and _____, parties to the agreement _____ dated (the "Agreement"). 2. The Agreement is amended as follows: _____ 3. Except as set forth in this Amendment, the Agreement is unaffected and shall continue in full force and effect in accordance with its terms. If there is conflict between this amendment and the Agreement or any earlier amendment, the terms of this amendment will prevail. By: _____ Printed Name: _____ Title: _____ Dated: _____ By: _____ Printed Name: _____ Title: _____ Dated: _____ Completing the Amendment Here are a few tips on how to complete the Sample Amendment and incorporate it into your contract: 1. Introductory paragraph. Type your name or the name of your company and the other side's name (an individual or a company). 2. Describe the amendment(s). Type in the amendments to the existing contract using one of the three methods: redlines and strikeouts, _____ replacing an entire clause in its entirety, or simply describing the changes. For detailed information on these amendment methods, check out Nolo's article Amending an Existing Contract. 3. The concluding paragraph. This paragraph (number three) should be included to guarantee that other than the amendment, the contract remains as it is written. 4. Proofread and sign your amendment. Under the printed party names, each of you should sign and write in the date. Below, each should print his or her name and title, such as "Chief Operating Officer," or "General Partner." You'll want to make sure the person signing the agreement has the authority to do so and, equally important, that you have fulfilled any signing or notice requirements included in the original agreement. Generally, agreements require the contracting parties to sign all amendments. However, in some cases -- for example corporate amendments or amendments to financial agreements -- other signatures or notices may be required. 5. Managing Amendments. Contracts may undergo multiple amendments, so it's usually a good idea to number each amendment -- for example "Amendment No. 1" or "First Amendment." In addition, amendments should be filed and maintained with the original agreement so that anyone viewing the file will know that the agreement has been amended. Additional Information Looking for an A to Z guide to everything you need to know about contracts? Get Nolo's new book Contracts: The Essential Business Desk Reference, by Attorney Rich Stim. Any member of Congress or state legislature can propose amendments to the U.S. Constitution. Since 1787, more than 10,000 amendments have been proposed. These proposals range from banning the desecration of the American flag to balancing the federal budget to altering the Electoral College. Since 1787, more than 10,000 constitutional amendments have been proposed by members of Congress and state legislatures. Most proposed amendments are never ratified. Some of the most commonly proposed amendments relate to the federal budget, the freedom of speech, and congressional term limits. Members of Congress propose an average of nearly 40 constitutional amendments every year. However, most amendments are never ratified or even passed by the House or Senate. In fact, the Constitution has been amended only 27 times in history. The last time a proposed amendment to the U.S. Constitution was ratified was 1992 when the 27th Amendment preventing Congress from giving itself immediate pay raises was cleared by the states. The process of amending the Constitution in this particular case took more than two centuries, illustrating the difficulty and reluctance among elected officials and the public to changing a document that is so revered and cherished. For an amendment to be considered, it must receive a two-thirds majority vote in both the House and Senate or be called for at a constitutional convention voted on by two-thirds of state legislatures. Once an amendment is proposed, it must be ratified by at least three-fourths of the states to be added to the constitution. Many proposed amendments to the U.S. Constitution failed to catch on, even those that appeared to have the support of the most powerful elected official in the land: the president of the United States. President Donald Trump, for example, has expressed support for both a constitutional ban on flag-burning and on term limits for members of the House and Senate. (The Founding Fathers rejected the idea of imposing term limits when writing the U.S. Constitution.) The overwhelming majority of proposed constitutional amendments deal with the same few topics: the federal budget, freedom of speech, and term limits. However, none of the following amendments have gained much traction in Congress. Among the most contentious proposed amendments to the U.S. Constitution is the balanced-budget amendment. The idea of preventing the federal government from spending more than it generates in revenue from taxes in any fiscal year has drawn support from some conservatives. Most notably, it won backing from President Ronald Reagan, who vowed in 1982 to do all he could to get Congress to pass the amendment. Speaking in the Rose Garden of the White House in July 1982, Reagan said: "We must not, and we will not, permit prospects for lasting economic recovery to be buried beneath an endless tide of red ink. Americans understand that the discipline of a balanced-budget amendment is essential to stop squandering and overtaxing. And they're saying the time to pass the amendment is now." The balanced-budget amendment is the single most commonly proposed amendment to the U.S. Constitution, according to a Pew Research Center analysis of legislation. Over the course of two decades, members of the House and Senate introduced 134 such proposed amendments -- none of which went beyond Congress. In 1989, President George H.W. Bush announced his support for a proposed amendment to the U.S. Constitution that would have banned the desecration of the American flag. However, the U.S. Supreme Court ruled that the First Amendment guarantee of freedom of speech protected the activity. Said Bush: "I believe that the flag of the United States should never be the object of desecration. Protection of the flag, a unique national symbol, will in no way limit the opportunity nor the breadth of protest available in the exercise of free speech rights. ... Flag burning is wrong. As President, I will uphold our precious right to dissent, but burning the flag goes too far and I want to see that matter remedied." The Founding Fathers rejected the idea of congressional term limits. Supporters of a congressional term limit amendment argue that it will limit the possibility of corruption and bring fresh ideas into the Capitol. On the other hand, critics of the idea argue that there is value in the experience gained when congressional leaders serve multiple terms. The following are some other recently proposed amendments to the U.S. Constitution. The 16th amendment created the income tax in 1913. Representative Steve King of Iowa proposed repealing this amendment in order to eliminate the income tax and ultimately replace it with a different tax system. Rep. King stated: "The federal government has the first lien on all productivity in America. Ronald Reagan once said, 'What you tax you get less of.' Right now we tax all productivity. We need to turn that completely around and put the tax on consumption. That is why we need to repeal the 16th Amendment which authorizes the income tax. Replacing the current income tax with a consumption tax will ensure that productivity is not punished in our country, but rewarded." Requiring a two-thirds vote from each house of Congress to increase the statutory limit on the public debt, from Rep. Randy Neugebauer of Texas. The United States debt ceiling is the maximum amount of money that the federal government is allowed to borrow to meet its existing legal financial obligations, including Social Security and Medicare benefits, military salaries, interest on the national debt, tax refunds, and other payments. The U.S. Congress sets the debt limit and only Congress can raise it. Stating that the Constitution neither prohibits voluntary prayer nor requires prayer in schools, from Rep. Nick J. Rahall II of West Virginia. The proposed amendment states that the constitution will not be "construed to prohibit voluntary prayer or require prayer in school." Overturning Citizens United, the U.S. Supreme Court decision that the federal government cannot limit corporations from spending money to influence the outcome of elections, from Rep. Theodore Deutch of Florida. Limit the power of Congress to impose a tax on a failure to purchase goods or services, from Rep. Steven Palazzo of Mississippi. This proposed amendment seeks to undo the federal mandate that Americans carry health insurance, as spelled out by the Patient Protection and Affordable Care Act signed by President Barack Obama. Ending the practice of including more than one subject in a single law by requiring that each law enacted by Congress be limited to only one subject and that the subject be clearly and descriptively expressed in the title of the law, from Rep. Tom Marino of Pennsylvania. Giving states the right to repeal federal laws and regulations when ratified by the legislatures of two-thirds of the several states, from Rep. Rob Bishop of Utah. Bishop argues that this proposed amendment would add an additional system of checks and balances between state and federal governments. "The founding fathers crafted the Constitution to include the concept of checks and balances.

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