



**TRI-COUNTY INDUSTRIAL PARKS # 6 LLC****Administrative Office****8320 NE Hwy 99****Vancouver, Washington 98665****TELEPHONE (360) 556-8192 FACSIMILE (360) 546-1737****May 8, 2008**

Powin Corporation  
6975 SW Sandburg Road #326  
Tigard, Oregon 97223

Re: Tri-County Industrial Parks #6 LLC/Powin Corporation/Bldg. 16

Dear Joe:

This letter will confirm our agreement wherein your original lease dated September 18, 2007 by and between Tri-County Industrial Parks #6 LLC, Lessor, and Powin Corporation, Lessee, and subsequent modifications thereto shall be modified as follows:

Powin Corporation desires to lease Bay 2 in Building 16 located at 21449 S.W. 108<sup>th</sup> Ave., Tualatin, Oregon 97062 in Tri-County Industrial Park commencing May 1, 2008 on a month-to-month basis on the following terms and conditions:

- a) Building 16 Bay 2 consists of approximately 14,625 sq. ft. of warehouse space and -0- inside office space. Lessee does hereby acknowledge that there are no toilet facilities in these premises and it shall be the lessee's responsibility to provide whatever toilet facilities lessee deems necessary at lessee's sole cost and expense. Lessee does further acknowledge there is no demising wall separating Bay 1 from 2 and that Lessee's space (Bay 2) and the adjacent tenant's space (Bay 1) shall be separated by a portable cyclone fence as set forth on the attached map Marked Exhibit "A" and by this reference incorporated herein.
- b) The rental shall be prorated from date of occupancy which is May 8, 2008.
- c) Commencing on the 1<sup>st</sup> day of June 2008 the gross monthly rental shall be the sum of \$5,045.00 and the discounted monthly rental shall be the sum of \$4,387.00 (if paid and received within 10 days of the due date) of any particular month. This is a triple net lease and during the term of this lease, Lessee shall pay as additional rental their pro-rata share of all real property taxes, fire insurance & common area maintenance as set forth below:

John Gothie  
Bounty Marine, Inc.  
May 13, 2008  
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Gross Rental.....	\$ 5045.00	after 1st, but before the 1st before due date (1st of the month)  5,788.25
Discounted Rental.....	\$ 4387.00	
Sewer (\$20.58) .....	\$ -0-	
Road Maintenance/Storm Drain.....	\$ 56.68	
Insurance.....	\$ 174.65	
Real Property Tax.....	\$ 462.68	
Electrical and Gas.....	\$ 35.00	
Water.....	\$ -0-	
Cam.....	\$ 622.24	
1/2 cost cyclone fence rental.....	\$ 50.00	
Total		\$ 5,788.25

d) Lessee accepts the additional space in "AS-IS" condition, broom-clean, water tight and with utilities and facilities in good working order.

e) Upon vacating the premises, Lessee shall repair all damages incurred as a result of its occupancy at its sole cost and expense, return all keys, and leave the premises in a broom-clean condition.

f) Either party may terminate this lease agreement with 30 days prior written notice to the other party.

All other terms and conditions as set forth in the Lease Agreement dated September 18, 2007 not modified herein shall remain the same and be in full force and effect, and by this reference incorporated herein.

LESSOR:  
TRI-COUNTY INDUSTRIAL PARKS #6 LLC

LESSEE:  
Powin Corporation

By: \_\_\_\_\_  
Sandra K. Poslick, Manager

By:  \_\_\_\_\_  
Joseph Lu Officer & Individually

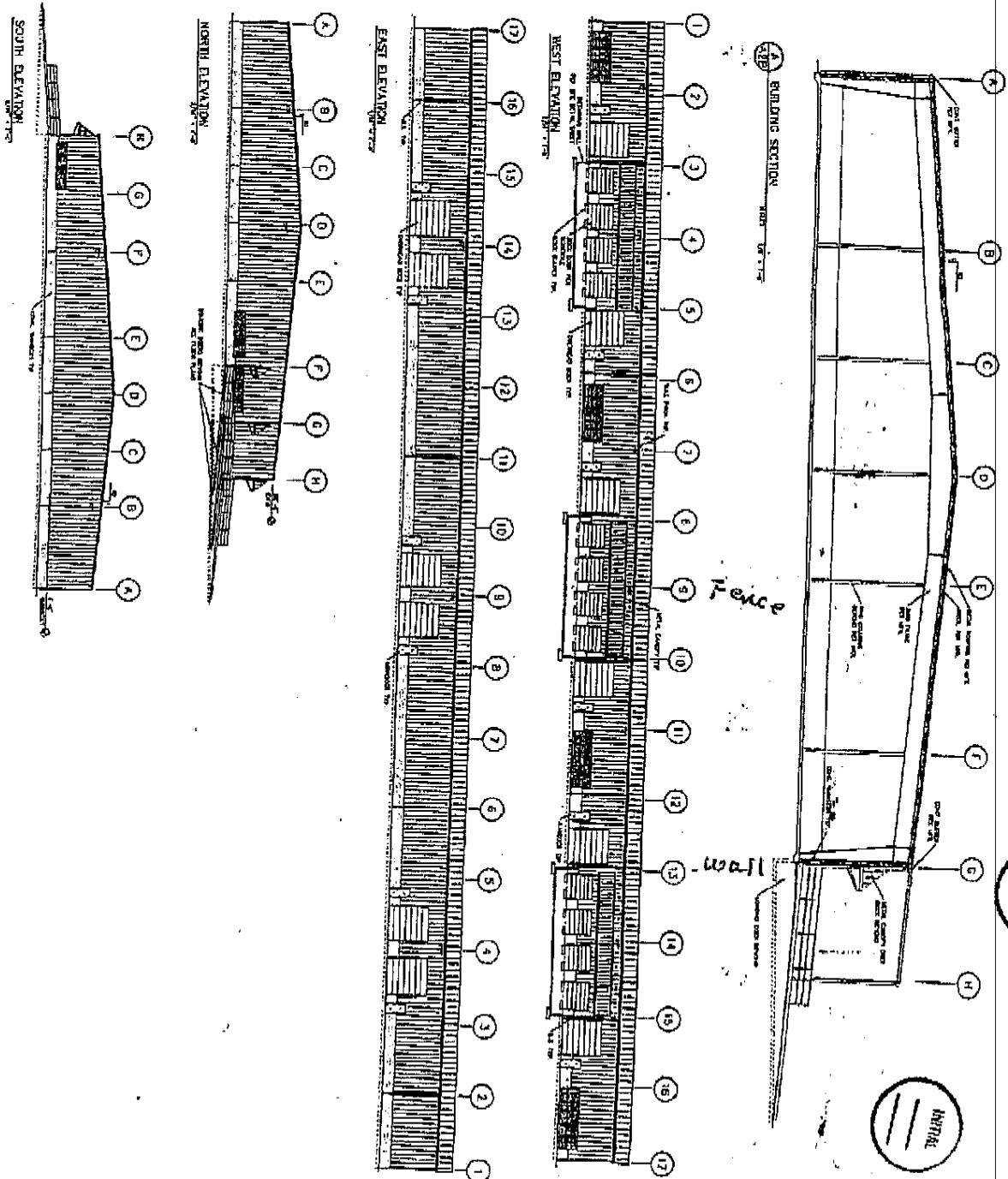


Exhibit  
"A"

BUILD

BUILD

# 12

**TRI-COUNTY INDUSTRIAL PARKS#6 LLC**

Administrative Office  
8320 NE Highway 99  
Vancouver, Washington 98665  
TELEPHONE 360-566-8192 FACSIMILE 360-546-1737

May 8, 2008

21160 SW 108th  
Building 12 Bay 1  
Tualatin, OR 97062

Powin Corporation  
6975 SW Sandburg Road #326  
Tigard, Oregon 97223

RE: Bldg. 12-Bay-1 / Lease Extension and modification to lease agreement

Dear Joe:

This extension of lease Agreement dated May 8, 2008 will become a part of the original lease dated September 18, 2007, between Tri-County Industrial Parks #6 LLC Lessor, and Powin Corporation Lessee and subsequent modifications thereto shall be modified as follows:

1. Your existing lease with Tri-County Industrial Parks#6 LLC for Building 12, Bays 1 consisting of approximately 14,400 square feet of warehouse space, and approximately 1,760 square feet of inside office space is hereby extended for one (1) year commencing December 1, 2009 and ending November 30, 2010, on the same terms and conditions, including the rental.

2. The gross monthly rental during the term of this renewal period and the discounted monthly rental, if paid within ten (10) days of the due date, shall be as follows:

<u>Term</u>	<u>Gross Monthly Rental</u>	<u>Discounted Rental</u> <u>(if paid within 10 days of due date)</u>
December 1, 2009 thru November 1, 2010	\$4,830.00	\$4,200.00

Powin Corporation  
May 8, 2008  
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All other terms and conditions of your existing lease dated September 18, 2007, and subsequent agreements and modifications thereto shall remain in full force and effect, and by this reference incorporated herein and no condition of the lease shall be deemed waived by this renewal agreement.

Very truly yours,

THE ABOVE IS HEREBY AGREED:

TRI-COUNTY INDUSTRIAL PARKS #6 LLC.

Powin Corporation

By: 

Sandra K. Poslick, Manager

By: 

Joe Lu Officer & Individually