

AMENDMENT

TO THE WATER PURCHASE AGREEMENT

Dated July 11, 2011 Between

SOUTHEASTERN WATER ASSOCIATION

And

The CITY OF BURNSIDE, KENTUCKY

The parties to the Water Purchase Agreement (the "Agreement"), the Southeastern Water Association, Inc. (the "SELLER"), and the City of Burnside, Kentucky (the "PURCHASER"), amend the Agreement made and signed as of July 11, 2011 to affect the following changes with no other provisions or terms of the Agreement changed or otherwise invalidated except as explicitly described herein.

WHEREAS, the Seller sought and received engineering services in establishing the minimum required water rate for Seller's customers and its wholesale customers,

THE PARTIES NOW AGREE that the wholesale rate shall be increased to \$2.74 per 1,000 gallons pursuant to Articles 12 and 13 of the WATER PURCHASE AGREEMENT dated the 31st day of December, 2002.

W. H. Phelps Date: 8-11-11
Southeastern Water Association

ATTEST: Ernest Stout Jr

Barbara J. Jones Date: 7/11/11
City of Burnside, Kentucky

ATTEST: Christa Morris
Acting City Clerk

**KENTUCKY
PUBLIC SERVICE COMMISSION**

**JEFF R. DEROUEN
EXECUTIVE DIRECTOR**

TARIFF BRANCH

Brent Kirtley

EFFECTIVE

10/12/2011

PURSUANT TO 807 KAR 5:011 SECTION 9 (1)