

DORSEY, KING, GRAY, NORMENT & HOPGOOD  
ATTORNEYS-AT-LAW

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HENDERSON, KENTUCKY 42420

JOHN DORSEY (1920-1986)  
FRANK N. KING, JR.  
STEPHEN D. GRAY  
WILLIAM B. NORMENT, JR.  
J. CHRISTOPHER HOPGOOD  
S. MADISON GRAY

RECEIVED

SEP 11 2006  
TELEPHONE  
(270) 826-3965  
PUBLIC SERVICE  
COMMISSION  
www.dkgnaw.com

September 8, 2006

VIA FAX (502) 564-3460 AND FEDEX

Ms. Elizabeth O'Donnell  
Public Service Commission  
211 Sower Boulevard  
Frankfort, KY 40601

CASE 2006-00408

RE: Filing No. TFS2005-01839

Kenergy Corp.  
TIER 3 Energy for Alcan Primary Products  
Corporation  
Wholesale Supplier: Big Rivers Electric  
Corporation

Dear Ms. O'Donnell:

Kenergy Corp. ("Kenergy") requests the Commission's acceptance of an amendment to the Agreement for Tier 3 Energy dated November 1, 2005, which has been assigned the above filing number by the Commission.

The effect of this amendment will be to reduce by five (5) MW the Block A Energy to be purchased wholesale and sold retail in the subject transaction. Enclosed please find the executed original and one (1) copy of the Amendment and Consent, both dated September 8, 2006. These two documents comprise the wholesale and retail contract amendments that Kenergy requests the Commission to accept.

Kenergy respectfully requests that the notice period be shortened to twenty (20) days and the Commission accept the amendments effective as of October 1, 2006.

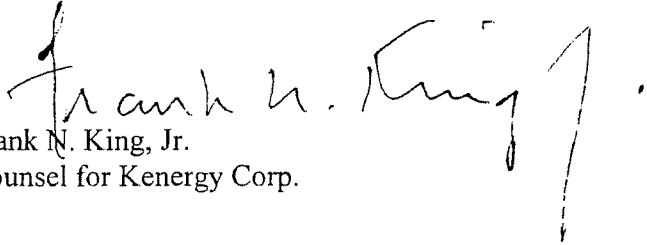
Page 2  
September 8, 2006

Your assistance in this matter is appreciated.

Very truly yours,

DORSEY, KING, GRAY, NORMENT & HOPGOOD

By:

  
Frank N. King, Jr.  
Counsel for Kenergy Corp.

FNKjr/le  
Encls.  
Copy/w/encls:  
Mr. David Brown  
Mr. James Miller  
Mr. David Hamilton  
Mr. David Spainhoward

AMENDMENT TO AGREEMENT FOR TIER 3 ENERGY  
BETWEEN  
KENERGY CORP.  
AND  
BIG RIVERS ELECTRIC CORPORATION

RECEIVED  
SEP 1 1 2006  
PUBLIC SERVICE  
COMMISSION

The Parties to this Amendment to Agreement (“Amendment”), dated as of this 8<sup>th</sup> day of September, 2006 are KENERGY CORP., a Kentucky corporation organized under KRS Chapter 279 (“Kenergy”) and BIG RIVERS ELECTRIC CORPORATION, a Kentucky corporation (“Supplier” or “Big Rivers”). Kenergy and Supplier are each referred to individually as a “Party” and collectively as “Parties.” It is recognized by the Parties that Alcan Primary Products Corporation (“Alcan”) is a third-party beneficiary under this Agreement. Pursuant to the attached Form of Consent, Alcan consents to this Agreement.

RECITALS

WHEREAS, Big Rivers and Kenergy entered into an “Agreement for Tier 3 Energy Service” dated as of November 1, 2005 (“Agreement”) that, among other things, requires Kenergy to purchase from Big Rivers 17 MW of Block A Energy (as defined in the Agreement), and

WHEREAS, Kenergy has requested, and Big Rivers has agreed to amend the Agreement to reduce the amount of Block A Energy from 17 MW to 12 MW, and to promptly submit that amendment to the Public Service Commission for appropriate approvals.

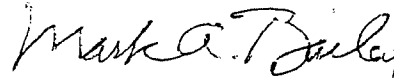
AGREEMENT

In consideration of the mutual agreements of the Parties and other valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree that Section 4.01 of the Agreement is amended to change the amount of Block A Energy Kenergy is required to purchase from Big Rivers under the Agreement from 17 MW to 12 MW, and that all other references in

the Agreement to 17 MW are amended to conform with this amendment to Section 4.01. The reduction in the Block A Energy purchase obligation of Kenergy under the Agreement will be effective as of the date this Amendment is approved or accepted without change by the Public Service Commission of Kentucky. The Agreement shall otherwise remain unchanged and in full force and effect.

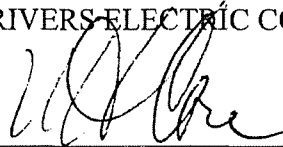
IN WITNESS WHEREOF, this Amendment to Agreement is hereby executed as of the day and year first above written.

KENERGY CORP.



By: Mark A. Bailey  
Title: President and CEO

BIG RIVERS ELECTRIC CORPORATION



By: Michael H. Core  
Title: President and CEO


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CONSENT

Alcan Primary Products Corporation ("Alcan") hereby agrees with Kenergy Corp. ("Kenergy") and Big Rivers Electric Corporation ("Big Rivers") that Alcan has reviewed the Amendment dated September 8, 2006 to Agreement for Tier 3 Energy dated November 1, 2005 ("Amendment") and hereby consents to the execution, delivery and performance of the Amendment by Kenergy and Big Rivers for all purposes.

Dated: September 8, 2006

ALCAN PRIMARY PRODUCTS CORPORATION

By:   
Pam Schneider  
Treasurer