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PUBLIC SERVICE COMMISSION

Perso No 2013-00251



September 15, 2014

Mr. Jeff R. Derouen **Executive Director** Kentucky Public Service Commission P.O. Box 615 211 Sower Blvd. Frankfort, KY 40602-0615

Re:

Amendment No. 1 to Water Purchase Agreement between Louisville Water Company and

Hardin County Water District No. 1

Dear Mr. Derouen,

Louisville Water Company (LWC) and Hardin County Water District No. 1 (HCWD No. 1) entered into a Water Purchase Agreement dated May 15, 2012 and was subsequently filed with the Kentucky Public Service Commission on June 13, 2012.

Recently, LWC and HCWD No. 1 amended the terms of the Water Purchase Agreement. Enclosed please find an original and ten copies of Amendment No. 1 to Water Purchase Agreement between LWC and HCWD No. 1.

Please advise when the Water Purchase Agreement, as amended by Amendment No. 1 , has been accepted for filing.

Thank you for your efforts to bring this matter to closure. If you have any questions, please call me at 502-569-0808.

Sincerely,

Barbara K. Dickens

Vice President, General Counsel and Corporate Secretary

Enclosures

cc: Ann L. Ramser, Kentucky Public Service Commission

> Jim Bruce, Hardin County Water District No. 1 David Wilson, Skeeters, Bennett, Wilson & Pike Jim Brammell, Louisville Water Company

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COMMISSION

AMENDMENT NO. 1 TO WATER PURCHASE AGREEMENT

This Amendment No. 1 ("Amendment"), dated as of the last date of its execution, hereby amends the Water Purchase Agreement by and between HARDIN COUNTY WATER DISTRICT NO. 1 (HCWD1) and LOUISVILLE WATER COMPANY dated May 15, 2012.

In consideration of the mutual benefits contained in the Water Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged, the parties agree to delete Subparagraph 5 (c) in its entirety.

All other subparagraphs of Paragraph 5 and all other terms and conditions contained in the Water Purchase Agreement shall remain in full force and effect as if fully incorporated herein. To the extent that the terms and conditions of this Amendment are in conflict with the terms and conditions of the Water Purchase Agreement, this Amendment shall control.

The Water Purchase Agreement, as amended by this Amendment No. 1, shall not be binding until it has been accepted for filing by the Kentucky Public Service Commission.

[Remainder of Page Left Blank] [Signature Page to Follow]

HARDIN COUNTY WATER DISTRICT NO. 1

BY: Wellein La	SSIX	91	10/14	
William Gossett		Date		-
Chairman		Date		
COMMONWEALTH OF KENT	CUCKY)			
COUNTY OF HARDIN) :SS)			
The foregoing Amendment No. 1 me this 10th day of Septemb			wledged Refore A	-MEARING
			PUBLIC PU	SSION SSION SOIS
	NOTARY PUBLIC		10/12	AC GU
	My commission expi	res: 10-12-20	STATE A	T LARRIENT
Approved for Legality an	d Form:			
BY:	m	-		+
Skeeters, Bennett,	Wilson & Pike			

LOUISVILLE WATER COMPANY

BY James H. Branmell	ell		125EPT Date	14
President and CEO				
COMMONWEALTH OF KENTU				
COUNTY OF JEFFERSON) :SS)	S		
The foregoing Amendment No. 1 t	to the Water	Purchase Agreer	nent was acknowle	edged before
me this 12 day of Sept	, 2014 by	Dames &	. Braumell	
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	NOTARY		2-29 11	-
	My comm	nission expires:	0-01-16	-
Approved for Legality and	Form:			į.
BY: Pon hou	lcen			
Barbara Dickens				
Vice President, Gen	neral Counsel	1		