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March 21, 2014

RECEIVED

MAR 25 2014

**PUBLIC SERVICE
COMMISSION**

Mr. Jeff Derouen
Kentucky Public Service Commission
Post Office Box 615
Frankfort, KY 40602

Re: PSC Case No. 2013-412 Kenergy Corp;
City of Whitesville Franchise

Dear Mr. Derouen:

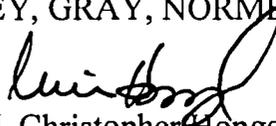
~~COBA~~ Kenergy's bid for the City of Whitesville franchise has been accepted and the franchise is now in place. Pursuant to order in the above case we enclose herewith franchise agreement for Whitesville.

Please feel free to contact me if you have questions.

Very truly yours,

DORSEY, GRAY, NORMENT & HOPGOOD

By


J. Christopher Hopgood
Attorney for Kenergy Corp.

JCH/cds
Encls.:
COPY/w/encls.: Kenergy Corp.

FRANCHISE AGREEMENT

THIS FRANCHISE AGREEMENT entered into effective March 1, 2014, by and between the **CITY OF WHITESVILLE, KENTUCKY** (“Franchisor”) and **KENERGY CORP.**, Post Office Box 18, Henderson, KY 42419 (“Franchisee”);

WHEREAS, the City of Whitesville advertised for bids for a non-exclusive franchise to construct, maintain, operate, repair and remove an electric transmission and/or distribution system;

WHEREAS, Kenergy Corp. was a successful bidder for the franchise; and

WHEREAS, the terms and conditions of the franchise are stated in Ordinance 01-14 of the City of Whitesville, KY;

NOW, therefore, the parties hereby **AGREE** that Kenergy Corp. is awarded a non-exclusive franchise to construct, maintain, operate, repair and remove an electric transmission and/or distribution system for a period of five (5) years commencing March 1, 2014, and continuing thereafter until expiration. The annual fee for the franchise is three percent (3%) of gross revenues assessed on all businesses and residences in the corporate limits of Whitesville, KY, payable quarterly. The terms and conditions of the franchise are as set forth in Ordinance 01-14 which is incorporated by reference herein.

This the date above written.

CITY OF WHITESVILLE, KY

By Michael L. Nugent
Michael L. Nugent, Mayor

ATTEST: Janet Perez
City Clerk

KENERGY CORP.

By Gregory Starheim
Gregory Starheim, President and CEO