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**PUBLIC SERVICE
COMMISSION**

AMENDMENT TO
AGREEMENT FOR OPERATIONS, MAINTENANCE & MANAGEMENT SERVICES

THIS AMENDMENT to the Agreement for Operations, Maintenance & Management Services is made and entered into by and between:

The City of Tompkinsville, a political subdivision of the State of Kentucky, with its principal address at 206 North Magnolia Street, Tompkinsville, Monroe County, Kentucky 42167 (hereinafter "CITY");

and

RussMar Logistics, LLC, with its principal address at 2377 Irvine Road, Richmond, Madison County, Kentucky, (hereinafter "RUSSMAR")

WHEREAS, the parties previously entered into an Agreement for Operations, Maintenance and Management Services on or about the 29 day of April, 2013; and

WHEREAS, the parties have agreed to renew and amend certain terms of the Agreement;

NOW, THEREFORE, the parties agree as follows:

1. Section 10.1 shall be amended as follows:

The term of the Agreement shall be extended for a period of eighteen (18) months commencing on July 29, 2013. Thereafter, the CITY shall have the sole option to elect to renew this Agreement for successive terms of thirty (30) days by giving written notice no less than thirty (30) days prior to expiration of the original term or the first renewal term.

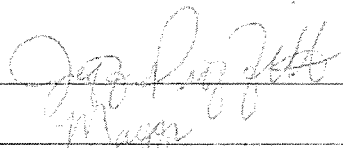
2. Section 6.1 shall be amended as follows:

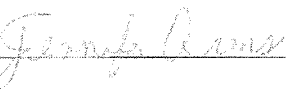
6.1 RUSSMAR's compensation under this Amended Agreement shall consist of a Monthly Management Fee of \$39,175.00. This fee represents the labor and management fee only. The CITY shall pay all other costs under RUSSMAR advisement.

3. All other terms and conditions of the original Agreement for Operations, Maintenance and Management Services shall remain in full force and effect.


Both parties indicate their approval of this Amendment by their signature below, and each party warrants that all corporate or governmental action necessary to bind the parties to the terms of this Agreement has been and will be taken.

CITY OF TOMPKINSVILLE

By: 
Title: Mayor
Date: 7/18/13

Attest: 

RUSSMAR LOGISTICS, LLC

By: 
Title: President
Date: 7/18/13