

ADDENDUM

THIS AGREEMENT, made and entered into this the 30TH day of JUNE, 1986 by and between the COMMONWEALTH OF KENTUCKY, acting through its Finance and Administration Cabinet, hereinafter referred to "as Commonwealth," and KENTUCKY-AMERICAN WATER COMPANY, a Kentucky corporation with its principal office at 2300 Richmond Road, Lexington, Kentucky 40502, hereinafter referred to as "Company";

W I T N E S S E T H:

WHEREAS, Toyota Motor Corporation has agreed to construct an automobile manufacturing and assembly plant near Georgetown, Kentucky, and

WHEREAS, Toyota Motor Corporation has requested water service be provided to the facility, and

WHEREAS, Company is willing to provide the requested water service upon the terms and conditions contained herein, and

WHEREAS, it is necessary that Company extend its transmission and distribution system in order to provide the service, and

WHEREAS, The Commonwealth of Kentucky by and through its Commerce Cabinet has entered into an Agreement with Kentucky American dated JUNE 30, 1986 wherein it agreed to contribute approximately Five Million, Five Hundred Twenty-two Thousand Dollars (\$5,522,000.00) toward the costs which will be incurred by Kentucky American in extending its existing water transmission and distribution system to serve said plant location; and

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants and agreements contained herein, Commonwealth and Company do hereby agree as follows:

1. In consideration of Company's extension of its water transmission and distribution facilities, as provided in that certain Agreement dated JUNE 30, 1986 between The Commonwealth, acting through its Commerce Cabinet, and Company. The Commonwealth agrees to pay invoices rendered by Company for costs associated with construction of these facilities in the manner specified herein.

Beginning on the date of the execution of this Addendum, and for every other Wednesday thereafter until completion, Company shall submit an invoice for its then incurred costs on Form DOA-25 to James Stocker, Chief Accountant, Finance and Administration Cabinet, New Capitol Annex, Frankfort, Kentucky 40601. The invoices shall be signed on behalf of Company by either R. A. Edens, C. D. Bush, or S. M. Stockton. On Friday after the submittal of invoices on Wednesday, Commonwealth shall make payment of the invoices by wire transfer of funds to the account of Company at First Security National Bank and Trust Company, Lexington, Kentucky, Account 024-021-1.

IN WITNESS WHEREOF, the parties hereto have affixed their signatures this the day and year first above written.

COMMONWEALTH OF KENTUCKY,

Finance and Administration Cabinet

By: *Gordon Duke*

Gordon Duke, Secretary

KENTUCKY-AMERICAN WATER COMPANY

By: *R. A. Edens*

R. A. Edens, Vice-President

~~EXAMINED~~

Charles W. [Signature]
Attorney, Department of Finance