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ADDENDUM TO WATER PURCHASE AGREEMENT

PUBLIC SERVICE
COMMISSION

THIS ADDENDUM, made and entered into this 28th day of September, 1992, by and between LEBANON WATER WORKS, INC., hereinafter referred to as the "Company"; and the MARION COUNTY WATER DISTRICT, hereinafter referred to as the "District":

W I T N E S S E T H

THAT WHEREAS, the parties hereto by contract of December 23, 1988, have entered into a written Agreement under the terms of which the Company is to furnish to the District certain quantities of treated water which the District then, in turn, makes available for sale to its customers, and

WHEREAS, the District intends to undertake two water system expansion projects referred to as the "1990 Project" and the "Highway 49 Project", and

WHEREAS, the original term of that contractual arrangement entered into between these parties extended for a period of 41 years from and after December 23, 1988, and it is now the desire of the parties to provide for an additional extension of the term of that contract so that the term thereof shall extend for a period of 43 years from and after the date of this Addendum.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
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SEP 02 1994

PURSUANT TO 807 KAR 5011.
SECTION 9(1)
BY: Judith C. Neal
FOR THE PUBLIC SERVICE COMMISSION

NOW THEREFORE, in consideration of the foregoing and the continued obligations of the parties, respectively, under that December 23, 1988 Water Purchase Agreement, it is understood and agreed as follows:

1. That the term of the contractual agreement existing between these parties pursuant to those documents referred to hereinabove shall extend for a period of 43 years from and after the date hereof, such term to expire, unless otherwise extended or modified by Agree-

ment between the parties on September 28, 2035.

2. In all other respects, the written Agreement dated December 23, 1988, entered into between these parties and as referred to hereinabove shall remain in full force and effect, and the parties shall continue to carry forth their respective obligations thereunder.

IN WITNESS WHEREOF, the parties hereto, acting under the authority of their respective governing bodies, have caused this Addendum to be executed in counterparts, each of which will constitute originals, this the day and year first hereinabove written,

LEBANON WATER WORKS, INC.

BY: *Joe W. Green*
PRESIDENT

ATTEST:

Amelia Owen
SECRETARY

MARION COUNTY WATER DISTRICT

BY: *C.R. Whitehouse*
CHAIRMAN

ATTEST:

J. B. Peterson
SECRETARY

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

SEP 02 1994

PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)

BY: *Andrew C. Wood*
FOR THE PUBLIC SERVICE COMMISSION