AMENDMENT NO. 3 TO RETAIL ELECTRIC SERVICE AGREEMENT

is made and entered into on this the 22 day of March, 1994, by and between GREEN RIVER ELECTRIC CORPORATION, a Kentucky corporation organized under K.R.S. Chapter 279, with its principal office at 3111 Fairview Drive, P.O. Box 1389, Owensboro, Kentucky 42302 ("Seller"), and GREEN RIVER COAL COMPANY, a Kentucky corporation with principal offices at 131 1/2 First Street, P.O. Box 1249, Henderson, Kentucky 42420 (hereinafter called "Consumer").

WITNESSETH:

WHEREAS, Seller and Consumer desire to amend the agreement between them for retail electric service dated as of April 25, 1983, which was amended as of September 24, 1991, and as of December 2, 1993 ("1983 Agreement");

NOW, THEREFORE, in consideration of the premises and the mutual covenants of the parties hereto, the parties agree as follows:

Effective Date. The effective date of the December 2, 1993, Amendment No. 2 to the 1983 Agreement shall be January 1, 1994.

WITNESS the signatures of the parties hereto on this the day and date first herein written.

GREEN RIVER ELECTRIC CORPORATION

RECEIVED

MAR 24 1994

PUBLIC SERVICE COMMISSION By: Near 10 tanle

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PUBLIC SERVICE COMMISSION

President and General Manage of KENTUCKY
EFFECTIVE

GREEN RIVER COAL COMPANY

APR 23 1994

By:_ Title: PURSUANT TO 807 KAR 5:011.

SECTION 9 (1)

PUBLIC SERVICE COMMISSION MANAGER