

## First Amendment to Reserve Capacity Agreement

This First Amendment to Reserve Capacity Agreement ("First Amendment") is made and entered into as of the 1 th day of September, 2002 between **The Union Light, Heat and Power Company ("ULH&P" or "Company")**, a corporation organized and existing under the laws of the Commonwealth of Kentucky, herein referred to as "Company," and Fidelity Corporate Real Estate, Inc., a Massachusetts corporation, herein referred to as "Customer" (together "the Parties").

WHEREAS, Customer and Company wish to amend their June 20, 2002 Reserve Capacity Agreement for reserve capacity service at 100 Crosby Parkway, Covington, Kentucky.

NOW THEREFORE, the Parties agree as follows:

1. This First Amendment contains the entire agreement between the Parties relating to the subject matter hereof.
2. Paragraph 11 of the Reserve Capacity Agreement is amended to read as follows: "This Agreement shall remain in force starting no sooner than June 1, 2002 and no later than June 30, 2002 with a 5 business day notice from Customer to commence. This Agreement can be terminated by either Party by giving the other Party five (5) business days written notice of its intent to terminate this Agreement unless earlier terminated. Upon termination of this Agreement, the Company may remove any affected facilities."
3. All other sections of the Reserve Capacity Agreement shall remain in full force and effect.
4. This First Amendment shall be governed by and construed in accordance with the laws of the Commonwealth of Kentucky.
5. This First Amendment is subject to KYPSC jurisdiction and approval. Any petitions and filings shall be the responsibility of the Company. Company will notify the Customer of the results.

IN WITNESS WHEREOF, the Parties hereto have caused ~~THIS FIRST AMENDMENT TO BE~~ signed by their respective officers, thereunto duly authorized.

OCT 9 3 2002

PURSUANT TO 807 KAR 5.011  
SECTION 9.01

BY *[Signature]*  
EXECUTIVE OPERATOR

ULH&P

By: Chondra White

Title: Gen Mgr, ULH&P

**Fidelity Corporate Real Estate,  
Inc.**

By: [Signature]

Title: SARAH K. ASKAMS  
Executive Vice President

PUBLIC SERVICE COMMISSION  
OF KENTUCKY  
EFFECTIVE

OCT 23 2007

PURSUANT TO 807 KAR 6:011  
SECTION 9 (1)

BY [Signature]  
EXECUTIVE DIRECTOR