

ASSIGNMENT AND ASSUMPTION AGREEMENT

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT

(“Agreement”) is made and entered into this the 17th day of August, 2006, by and between **ALLIED RESOURCES, INC.**, a Kentucky corporation, 12410 Hanson Road-Suite B., Slaughters, Kentucky 42456, (“Assignor”), and **ADVENT MINING, LLC.**, a Kentucky limited liability company, 3603 Highway 370 East, Sebree, Kentucky 42455 (“Assignee”);

WHEREAS:


(1) Pursuant to an Assignment and Assumption Agreement dated August 4, 2004, Assignor herein became Consumer under an Agreement for Electric Service dated October 14, 2003, with Kenergy Corp., the service address being Highway 370, Onton, Kentucky, and

(2) Assignor now desires to assign its rights and obligations under said Agreement for Electric Service to Assignee;

NOW, therefore, the premises considered and for valuable consideration, including the mutual promises and covenants of the Assignor and Assignee, **IT IS AGREED** as follows:

1. Assignor hereby transfers and assigns to Assignee all of Assignor’s rights and obligations under the aforementioned Agreement for Electric Service with Kenergy Corp. dated October 14, 2003. This assignment shall be effective as of September 1, 2006, provided that it shall not become effective unless approved or accepted in writing by the Kentucky Public Service Commi:

**PUBLIC SERVICE COMMISSION
OF KENTUCKY**
5/20/2007
PURSUANT TO 807 KAR 5:011
SECTION 9 (1)

By 
Executive Director

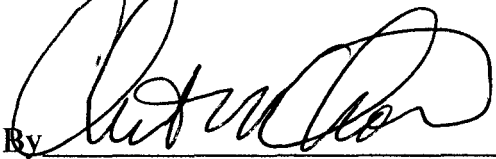
2. Assignee accepts such assignment and assumes all obligations of Assignor thereunder.

3. This Agreement shall inure to the benefit of and be binding upon the Assignor, Assignee and respective successors and permitted assigns.

IN TESTIMONY WHEREOF, witness the hands of the parties hereto this the day and date first above written.

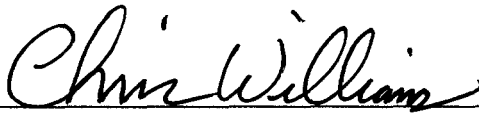
ASSIGNOR:

ALLIED RESOURCES, INC.

By 
Chester M. Thomas, President

ASSIGNEE:

ADVENT MINING, LLC.


By 
Chris Williams, Manager

CONSENT

KENERGY CORP. hereby consents to the foregoing assignment and assumption and releases Allied Resources, Inc. from all obligations under the Electric Service Agreement dated October 14, 2003.

This 11th day of August, 2006.

KENERGY CORP.

By 
Mark A. Bailey 5/20/2007
President and CEO

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE
PURSUANT TO 807 KAR 5:011
SECTION 9 (1)

By 
Executive Director