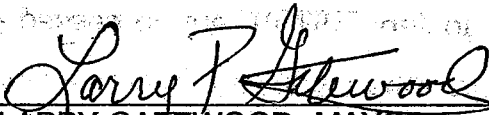


**NOTICE OF
SALE OF FRANCHISE**


Notice of the sale of a franchise created by an ordinance of the City of Irvington attached hereto which was duly passed on the 10th day of October, 1995.

AN ORDINANCE CREATING A NEW FRANCHISE FOR THE FURNISHING, PROVIDING AND SELLING OF ELECTRIC POWER AND ENERGY IN THE CITY OF IRVINGTON, KENTUCKY, AND PROVIDING FOR THE SALE OF SAID FRANCHISE AT A PUBLIC AUCTION.

NOTICE is hereby given that on the 3rd day of November, 1995, at 12:00 pm Central Standard Time, at the door of the City Hall in Irvington, Kentucky, I will offer for sale at public auction to the highest and best bidder the franchise created by said ordinance. The City Council of Irvington, Kentucky may accept that bid which in its judgment is the highest and best bid, or it may reject any and all bids, with said right of rejection being expressly reserved.


LARRY GATEWOOD, MAYOR
CITY OF IRVINGTON, KENTUCKY

ATTEST:


Lisa Ballman, City Clerk/Treasurer
City of Irvington, Kentucky



ORDINANCE NO. _____

AN ORDINANCE CREATING A NEW FRANCHISE FOR THE FURNISHING, PROVIDING AND SELLING OF ELECTRIC POWER IN THE CITY OF IRVINGTON, KENTUCKY, AND PROVIDING FOR THE SALE OF SAID FRANCHISE AT A PUBLIC BIDDING.

WHEREAS, the City Council of the City of Irvington, Kentucky, desires to create a new franchise for the furnishing, providing, and selling of electrical power and energy in the City of Irvington; and

WHEREAS, the City Council also desires to provide for the sale of such a franchise at a public bidding to the highest and best bidder therefore.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF IRVINGTON, KENTUCKY, DOES HEREBY ORDAIN AS FOLLOWS:

Section 1: There is hereby created a new franchise for the erection of poles and for the stringing of and maintaining wires and lines for the transmission, distribution and sale of electrical power and energy in, along, above, under and across the public ways, streets, roads, alleys, thoroughfares, and other public places in the City of Irvington, Kentucky and for any and all improvements and appurtenances necessary and proper for the construction, maintenance, installation and operation of said electrical power and energy. Said electrical power and energy may be conveyed, transmitted, and distributed through said city and to any other town or city or to any other portion of the County of Breckinridge or to any other County.

Section 2. The person, firm, business, corporation or other entity which shall become the purchaser of this franchise, or any successor or assignee of such person, shall, for the sake of convenience, be hereinafter referred to as the "Company", and the public ways, roads, streets, alleys, thoroughfares, and other public places of the City of Irvington, Kentucky shall, for the sake of convenience, be hereinafter referred to as the "streets".

Section 3. The Company acquiring this franchise shall have the right, privilege, franchise, and authority to construct, maintain and operate in, above, under, across, and along the streets of the City and to string and maintain lines and wires thereon for the transmission of electrical power and energy. Before beginning the construction of any new lines, poles, or conduits under this franchise, the Company shall prepare a plat showing the location of the work to be done and a brief description showing the manner in which it is to be done, and which plan and specification shall be presented to the Mayor and City Council for approval by it. After the work is completed, the Mayor and City Council shall have the right to examine it and in case they find that the work has not been done in accordance with the plans and specifications approved by it, the Company shall, at its own expense, make such changes as will cause the work to conform to the plans and specifications.



approved by the Mayor and the City Council. The work shall be done in an effective and efficient manner so as to not unnecessarily interfere with the public use of any of said streets.

Section 4. The Company acquiring this franchise, and its successors and assigns, shall reimburse and indemnify the City of Irvington for any and all damages that may arise or occur from the presence and operation of poles, lines and wires and other appurtenances related to the distribution of electrical power and energy which are constructed, operated, or maintained on or along the streets of the City. The Company shall also defend all actions which may be brought against the said City by reason of or arising out of the construction, maintenance or operation of said electrical lines.

Section 5. The franchise hereby created shall continue for a period of twenty (20) years from and after the date that the same shall become effective.

Section 6. It shall be the duty of the Clerk of the City of Irvington as soon as practicable after the passage of this ordinance to advertise the sale of the franchise as herein set out for a period of ten (10) days by written or printed notices posted in three (3) of the most conspicuous places in said City, and advertise the sale of the franchise once a week for three (3) consecutive weeks in the Breckinridge County Herald-News so that final publication shall appear not later than two (2) days before the day on which the sale will occur. Said notices and newspaper advertisements shall state when said Clerk shall sell said franchise at a public auction to the highest and best bidder, giving the time and place of sale. In said advertisements and notices, the City Council shall reserve the right to reject any and all bids. The newspaper publication shall describe the franchise to be sold and any special provisions. The Clerk of the City shall sell said franchise in accordance with said notices and advertisements. Said City may accept that bid which in its judgment is the highest and best. The bidder to whom said franchise, right, privilege, and authority, shall be awarded shall, within ten (10) days after acceptance of its bid by the City Council of said City, pay the amount of said bid to the Clerk of the City.

Section 7. In case the successful bidder for said franchise shall fail within thirty (30) days after its bid has been accepted to comply with any of the provisions of this ordinance, the Clerk of the City shall again advertise said franchise for sale in the manner and upon the same conditions and requirements as the original sale of said franchise was made, except that no sale shall be made to the successful bidder who had previously failed to perform the terms of the first sale.

Section 8. The Company agrees to charge such rates as may from time to time be



fixed by the Public Service Commission of Kentucky or any successor regulatory body.


Section 9. All ordinances, orders, resolutions, motions, regulations or any part thereof, insofar as they may be in conflict herewith, are hereby repealed.

Section 10. This ordinance shall take effect from and after its passage, approval and publication as required by law.

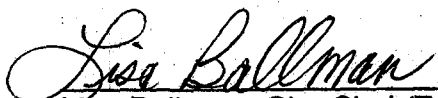
Section 11. The franchise created by this ordinance shall become effective when the bid for it is accepted by the City Council of Irvington, Kentucky.

Introduced, publicly read and approved on first reading this 3rd day of October, 1995.

Publicly read and finally approved on second reading this 10th day of October, 1995.


LARRY GATEWOOD, MAYOR
CITY OF IRVINGTON, KENTUCKY

ATTEST:


Lisa Ballman, City Clerk/Treasurer
City of Irvington, Kentucky

