AMENDMENT NO. 3 TO RETAIL ELECTRIC SERVICE AGREEMENT

THIS AMENDMENT NO. 3 TO RETAIL ELECTRIC SERVICE AGREEMENT is made and entered into on this the 22δ 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

By:

Dean Stanley (/ PUBLIC SERVICE COMMISSION President and General Manage OF KENTUCKY EFFECTIVE

GREEN RIVER COAL COMPANY APR 23 1994 PURSUANT TO 807 KAR 5:011. SECTION 9 Title: BY: PUBLIC SERVICE COMMISSION MANAGER

MAR 24 1994

PUBLIC SERVICE COMMISSION