

APPENDIX 3

AMENDMENT TO TERRITORIAL AGREEMENT BETWEEN MARSHALL MUNICIPAL UTILITIES AND CENTRAL MISSOURI ELECTRIC COOPERATIVE, INC.

This Amendment is entered into between Marshall Municipal Utilities (MMU) and Central Missouri Electric Cooperative, Inc. ("CMEC"), hereafter referred to collectively as "Parties."

WHEREAS, the Parties entered into a Territorial Agreement dated on or about September 18, 1995 ("Territorial Agreement"), which establishes exclusive service areas for each Party;

WHEREAS, said Territorial Agreement was approved by the Missouri Public Service Commission ("Commission") by Report and Order issued effective March 8, 1996 in Case No. EO-96-165;

WHEREAS, Missouri Valley College has requested electric service to a new structure (a horse arena) located within the designated exclusive service territory of CMEC (the service area that is the subject of this Amendment is described in Exhibit 1 and illustrated by the map marked Exhibit 2, both of which are incorporated herein by reference);

WHEREAS, MMU has facilities physically closer than those of CMEC to the new structure making it more economic for MMU to serve this new structure;

WHEREAS, Missouri Valley College is agreeable to having MMU provide electric service to the new structure;

NOW, THEREFORE, MMU and CMEC, in consideration of the mutual covenants and agreements herein contained, agree as follows:

1. Both Parties desire and consent to MMU providing electric service to Missouri Valley College's new structure. Notwithstanding the boundaries described in the Territorial

Agreement, MMU shall have the exclusive right to furnish electric service to the new structure located in the new service area (see Exhibits 1 and 2).

2. The exclusive territories of the Parties, as described in the Territorial Agreement, are not modified by this Amendment. In executing this Amendment, its terms shall be interpreted in light of the Territorial Agreement, including but not limited to, the definitions, principles, and procedures set forth therein.

3. Since this Amendment is subject to the approval of the Commission, the Parties agree to undertake all actions reasonably necessary to obtain said approval.

IN WITNESS WHEREOF, the Parties hereto have duly executed this Amendment on behalf of MMU by a city ordinance duly passed and executed by its Mayor and City Clerk, and on behalf of CMEC by resolution duly adopted by its Board of Directors and signed by its President and attested by its Secretary, all as of the day and year first above written.

All signatures below are required for this Amendment to be effective.

By action of its 10/30/14 meeting,
the Board of Public Works recommends
approval of the Amendment

Ronald D. Blidner
Central Missouri Electric Cooperative

Date 10/21/14

ATTEST:

David P. Wood

Date 10/21/14

[Signature]
General Manager
Marshall Municipal Utilities

Date 10/30/14

Approved by the City Council of the City of
Marshall by Ordinance # 8186

[Signature]
Mayor, City of Marshall

Date 11/03/14

ATTEST:

Janet L. French
City Clerk, City of Marshall

Date 11/03/14

ORDINANCE NO. 8186

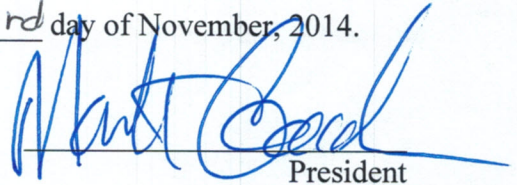
AN ORDINANCE AUTHORIZING AND DIRECTING THE MAYOR OF THE CITY OF MARSHALL, MISSOURI, TO EXECUTE AN AMENDMENT TO THE TERRITORIAL AGREEMENT BETWEEN THE CITY OF MARSHALL, BOARD OF PUBLIC WORKS, AND CENTRAL MISSOURI ELECTRIC COOPERATIVE, INCORPORATED.

BE IT ORDAINED by the Council of the City of Marshall, Missouri, as follows:

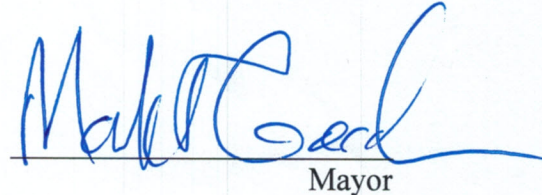
Section 1. That the Mayor of the City of Marshall, Missouri, is hereby authorized and directed to execute on behalf of said City, a certain Amendment to the Territorial Agreement between the City of Marshall, Board of Public Works, and Central Missouri Electric Cooperative, Incorporated, to designate the boundaries of the electric service area of each electric service supplier.

Section 2. This ordinance shall be in full force and effective from and after its passage and approval.

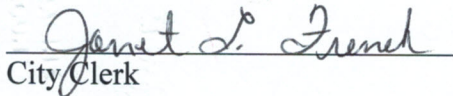
PASSED by the Council of the City of Marshall, Missouri, this 3rd day of November, 2014.


President

APPROVED by the Mayor this 3rd day of November, 2014.

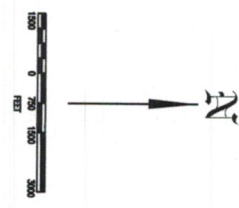
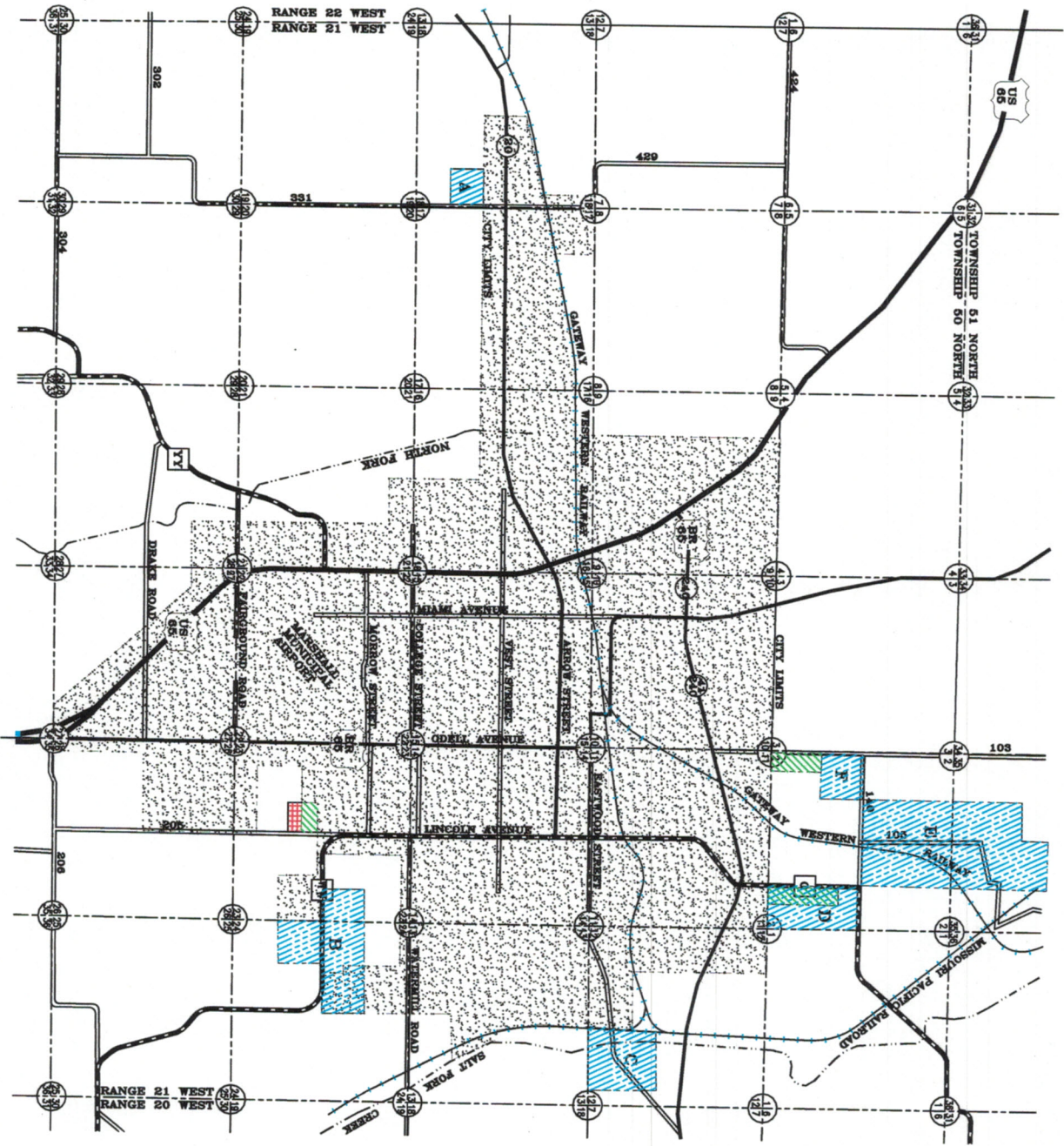

Mayor

FILED this 3rd day of November, 2014.


City Clerk

LEGAL DESCRIPTION OF TERRITORY FOR AMENDMENT

Part of the Southwest Quarter of Section 23, Township 50 North of the Base Line, Range 21 West of the Fifth Principal Meridian, Saline County, Missouri, being more particularly described as beginning at a half-inch iron bar on the Southeast Corner of the North Half of the Northeast Quarter of said Southwest Quarter; thence along the North Line of the South Half of the Northeast Quarter of said Southwest Quarter North 88 degrees 17 minutes 32 seconds West 1041.25 feet to a half-inch bar on the Southeast Corner of Elsea 4th Addition to the City of Marshall, Missouri; thence South 00 degrees 55 minutes 22 seconds West 326 feet; thence North 88 degrees 30 minutes 57 seconds East 1041.24 feet to the East Line of said Southwest Quarter; thence North 00 degrees 55 minutes 22 seconds West 325 feet to the point of beginning; subject to public road right-of-way along the East Side and all other easements of record.



- LEGEND**
- Railroad
 - US Highway 65
 - State Highway
 - State Lettered Highway
 - County Road or City Street
 - City Limits
 - Stream or River
 - MMU Service Area
 - MMU-KCPA Agreement Area
 - MMU-REC Agreement Area
 - Proposed MMU-REC Agreement Area

EXHIBIT 2
MMU ELECTRIC
SERVICE AREA
 CITY OF MARSHALL,
 MISSOURI
 T50N R21W
 SALINE COUNTY