

**AMENDMENT
AGREEMENT FOR ELECTRIC SERVICE BY MUNICIPALITY
TO ADDITIONAL CUSTOMER(S) AFTER JUNE 15, 2013 OUTSIDE OF
MUNICIPAL BOUNDARY**

This Amendment to the Agreement for Electric Service by Municipality to Additional Customer(s) After June 15, 2013 Outside of Municipal Boundary Agreement, dated Nov. 17, 2014 ("Amendment") entered into between Spring City, a municipal corporation organized under the laws of the state of Utah (the "Municipality"), and PacifiCorp, an Oregon corporation d/b/a in Utah as Rocky Mountain Power ("Rocky Mountain Power") (collectively, the "Parties"). This Amendment amends that certain Agreement for Electric Service by Municipality to Additional Customer(s) After June 15, 2013 Outside of Municipal Boundary Agreement ("Agreement"), dated September 27, 2013. All capitalized terms not defined herein shall have the meanings ascribed thereto in the Agreement. The Agreement is amended in the following respects only:

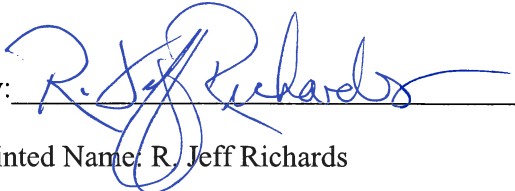
1. Exhibit A.3 attached hereto shall be incorporated into and become part of the Agreement and shall be subject to the terms of the Agreement:

2. All other terms of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their duly authorized officers as of the last of the dates set forth below.

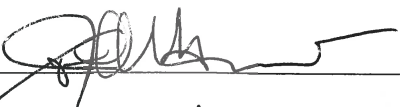
**PACIFICORP, an Oregon corporation
doing business in Utah as ROCKY
MOUNTAIN POWER**

**SPRING CITY, a municipal corporation
under the law of the State of Utah**

By: 
Printed Name: R. Jeff Richards

Title: Vice President and General Counsel

Date Signed: January 30, 2015

By: 
Printed Name: Jack Monnett

Title: Mayor

Date Signed: Nov. 17, 2014

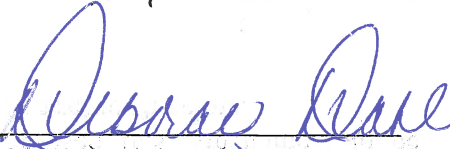
ATTEST:
Signature: 
Print Name: Deborah Dahl
Title: Recorder.

Exhibit A.3 is Confidential
and is Provided Under Separate Cover