

AMENDMENT NO. 2

AGREEMENT FOR PROFESSIONAL SERVICES
FOR
ENGINEERING SERVICES
BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY AND
KLEINFELDER WEST, INC.

THIS FIRST AMENDATORY AGREEMENT is made effective September ^{28th} 2010, by and between Three Rivers Levee Improvement Authority ("TRLIA") and Kleinfelder West, Inc. ("the Consultant"), who agree as follows:

1. **Recitals.** This Amendment is made with reference to the following background recitals:
 - 1.1. Effective October 1, 2009, the parties entered into an Agreement ("AGREEMENT") for Professional Services relating to Engineering Services for TRLIA's Design Program.
 - 1.2. Effective March 6, 2010, the parties entered into Amendment 1 to the AGREEMENT in the amount of \$374,000 for a total contract value of \$676,000.
 - 1.3. Article C.24 of the AGREEMENT, states that modifications or amendments to the terms of the AGREEMENT shall be in writing and executed by both parties;
 - 1.4. TRLIA and the CONSULTANT desire to amend the AGREEMENT;

NOW, THEREFORE, TRLIA and the CONSULTANT agree as follows.

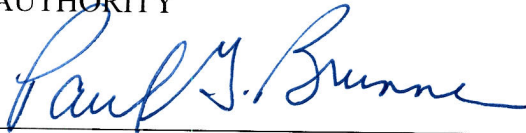
2. **Second Amendment to Agreement.** The Professional Services Agreement is hereby amended as follows:
 - 2.1. The Termination Date in Clause 2 and A.2 is amended to extend to June 30, 2011.
 - 2.2. The scope of services (Attachment A to the Agreement for Professional Services between TRLIA and Kleinfelder, Inc.) is amended by the addition of tasks described in the scope of services attached to this amendment agreement, Exhibit 1.
 - 2.3. The payment, budget, and not-to-exceed amounts, Condition B.1 in Attachment B to the Agreement for Professional Services between TRLIA

and Kleinfelder West, Inc., are amended to include the additional amount of \$17,000 for a total contract amount of \$693,000.

3. **No Effect on Other Provisions.** Except for the amendments in Section 2, the remaining provisions of the Professional Services Agreement shall be unaffected and remain in full force and effect.

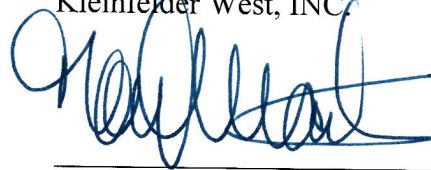
IN WITNESS WHEREOF, the parties hereto have executed this Agreement on
9-28, 2010.

THREE RIVERS LEVEE IMPROVEMENT
AUTHORITY



Paul G. Brunner
Executive Director

Kleinfelder West, INC.



Tony Martin
Regional Manager

ATTEST:
DONNA STOTTEMEYER
CLERK OF THE BOARD OF DIRECTORS



APPROVED AS TO FORM:
SCOTT L. SHAPIRO
GENERAL COUNSEL

