Amendment No. 1 Agreement
To Contract #CA033558

THIS AMENDMENT (hereinafter "Amendment") is made and entered into this _____day of _____, 2008 by and between Shelby County Government (hereinafter "County") and Kimley-Horn & Associates, Inc. (hereinafter "CONSULTANT).

WHEREAS, the parties entered into an Agreement (hereinafter "Agreement") dated March 10, 2003 for the preparation of plans and construction administration services for the federally funded Congestion Management Air Quality program with an initial Agreement price of $1,888,666.32; and

WHEREAS, the parties now desire to enter into this Amendment and extend said Contract through December 31, 2012.

NOW, THEREFORE, for and in consideration of the mutual promises of the parties to this Agreement and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto do hereby agree as follows:

1. The Agreement between the parties is hereby extended for the period beginning upon execution and continuing through December 31, 2012.
2. The total cost for this renewal period shall not exceed NINE HUNDRED FIFTY THOUSAND NINETY-EIGHT and 68/100 dollars ($950,098.68) payable in accordance with the terms of the original Agreement.
3. This Amendment shall be subject to and contingent upon adoption of the Fiscal Year Operating Budget of Shelby County Government by the Board of Commissioners for each Fiscal Year the underlying Contract is in effect and approval of the cost of this Amendment within said Operating Budget.
4. The terms and conditions of the original Agreement, except as amended herein, shall remain in full force and effect.

Funding for this Amendment in the amount of $950,098.68 is provided by federal grant funds through the Tennessee Department of Transportation's Congestion Management Air Quality program.

IN WITNESS WHEREOF, the parties have executed this Amendment on the _____day of _____2008

APPROVED AS TO FORM
AND LEGALITY:

SHELBY COUNTY GOVERNMENT

_____
Contract Administrator
Assistant County Attorney

_____
A C WHARTON, JR., MAYOR

KIMLEY-HORN & ASSOCIATES, INC.

By: _____

Title: Vice President

CORPORATE ACKNOWLEDGMENT

STATE OF TENNESSEE
COUNTY OF Shelby County Government

Before me, the undersigned Notary Public, in and for the State and County aforesaid, personally appeared James E. Collins, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself/herself to be president or other officer authorized by appropriate Corporate action and/or Resolution to execute the preceding instrument of the Kimley-Horn and Associates, Inc. the within named bargainor, a corporation, and that he as such Vice President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself/herself as Vice President.

WITNESS my hand and official seal at office this 18th day of September 2008.

Barbara J. Smith
Notary Public

My Commission Expires: My Comm. Exp 6-23-09

BARBARA J. SMITH
NOTARY PUBLIC AT LARGE
SHELBY CO., TN