

**THIRD AMENDMENT
TO
AGREEMENT FOR PROFESSIONAL SERVICES
BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY
AND
HDR ENGINEERING, INC.**

THIS THIRD AMENDATORY AGREEMENT is made and entered into this 8th day of August 2006, by and between the Three Rivers Levee Improvement Authority, ("TRLIA"), a California Joint Powers Authority, and

**HDR Engineering, Inc.
"CONSULTANT"**

WHEREAS, TRILIA and CONSULTANT entered into an agreement on December 13, 2005 to provide professional services for Engineering Design and Environmental Studies for Phase 4 Levee Repairs - Upper Yuba River, Continuation of Phase 2 Construction Management (2006), and FEMA Certification of Contract Work ("Agreement");

WHEREAS, a FIRST AMENDATORY AGREEMENT, executed February 14, 2006, increased the maximum not to exceed contract fee from \$2,580,038 by \$118,955 to \$2,698,993; and

WHEREAS, a SECOND AMENDATORY AGREEMENT, executed March 7, 2006, increased the maximum not to exceed contract fee from \$2,698,993 by \$117,649 to \$2,876,642; and

WHEREAS, TRILIA and CONSULTANT desire to amend Agreement;


NOW, THEREFORE, TRILIA and CONSULTANT agree as follows:

- 1. Exhibit A of AGREEMENT shall be amended to perform those additional services as described in Exhibit A to this THIRD AMENDMENT.**
- 2. Attachment B, Provision B.1 of the Agreement shall be revised to increase the maximum not to exceed contract fee by \$661,193 from \$2,876,642 to \$3,537,835**


All other terms and conditions contained in AGREEMENT shall remain in full force and effect.

This Amended agreement is hereby executed on this 5th day of September, 2006.


"TRLIA"


Chairman

"CONSULTANT"


**Michael D. Brown, P.E.
Senior Vice President**

APPROVED AS TO FORM:


**DANIEL G. MONTGOMERY
TRLIA COUNSEL**