

FIRST AMENDMENT  
TO  
AGREEMENT BETWEEN  
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY  
AND  
Lucy & Company

THIS FIRST AMENDATORY AGREEMENT is made and entered into this 9 day of Sept. 2008, by and between the THREE RIVERS LEVEE IMPROVEMENT AUTHORITY, a Joint Powers Authority, ("TRLIA") and Lucy & Company, ("Contractor").

**RECITALS:**

WHEREAS, TRLIA and CONTRACTOR entered into an agreement to provide Professional Services dated August 7, 2007 ("AGREEMENT");

WHEREAS, 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:

WHEREAS, TRLIA and CONTRACTOR desire to amend the AGREEMENT;

NOW, THEREFORE, TRLIA and CONTRACTOR agree as follows:

1. Attachment A, Article A-1 of the AGREEMENT shall be amended to perform those additional services described in Appendix A attached to this FIRST AMENDATORY AGREEMENT.
2. Attachment B, Article B-1 shall be revised to change the maximum not to exceed from One Hundred Twenty Four Thousand Nine Hundred Thirty Five Dollars (\$124,935) to Two Hundred Twenty Three Thousand Seven Hundred Fifty Dollars (\$223,750)
3. Article 2 of the AGREEMENT shall be revised to extend the termination date from June 30, 2008 to December 31, 2009.

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

This FIRST AMENDATORY AGREEMENT is hereby executed on this 9 day of Sept. 2008.

TRLIA

BY: Paul Brunner

Paul Brunner, Executive Director

CONTRACTOR

BY: Lucy Eidam

Lucy Eidam, President

APPROVED AS TO FORM:

Andrea P. Clark for Scott Shapiro  
Scott L. Shapiro  
Three Rivers Levee Improvement Authority,  
General Counsel