

Amendment No. 1 to

Agreement for Professional Services Contract
Between

River Partners

580 Vallombrosa Avenue, Chico, CA 95926
and

Three Rivers Levee Improvement Authority
1114 Yuba St., Suite 218, Marysville, CA 95901

The parties hereto do mutually agree to amend this contract as follows.

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- River Partners will transplant elderberry shrubs identified by EDAW within the Plumas Lakes Canal at a cost of \$3,800 per transplant. Upon written authorization from a TRLIA representative River Partners will transplant additional shrubs discovered during the course of work based on the below payment chart.

Elderberry Transplant Payment Scale	
Plant Number	Cost Per Plant
1 thru 20	\$3,800
21 thru 35	\$3,100
36 thru 50	\$2,500

- River Partners understands that time is of the essence and will have the identified elderberry transplants moved by 3-15-09 provided they are not hindered by any acts of God (severe weather, vandalism, etc.).
 - Elderberry shrubs will be transplanted among existing associate species within the original project footprint located at the end of Murphy road. Any increases in acreage and associate species will require additional authorization by both parties.
 - The base contract fee (B.1) will be adjusted by the number of transplants multiplied by the above payment schedule.
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All other terms and conditions of this Contract shall remain unchanged and in full force and effect.

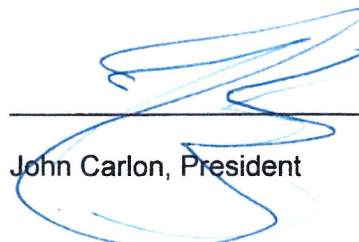
IN WITNESS WHEREOF, the parties hereto have executed this Agreement on 3-10, 2009.

THREE RIVERS LEVEE
IMPROVEMENT AUTHORITY



Paul Brunner, Executive Director

RIVER PARTNERS
License No. # 858059



John Carlon, President