

**SUPPLEMENTAL AGREEMENT NO. 2
TO
AGREEMENT OF APRIL 20, 2011
FOR
ENGINEERING SERVICES for
Fort Bend Grand Parkway Toll Road, Segment D**

This Supplemental Agreement is made and entered into this 15th day of February, 2012, and modifies the ENGINEERING SERVICES AGREEMENT made with Huitt-Zollars, Inc., dated April 20, 2011 for engineering services for the Fort Bend Grand Parkway Toll Road, Segment D.

The agreement is hereby modified as follows:

1. The first sentence of Section 2.a is replaced with the following sentence:

“The Maximum Compensation under this contract is \$721,413.00.”

2. The second paragraph of Section 2.a is replaced with the following paragraph:

“Compensation for performance of services within the Scope of Services described in Attachment A will be as follows: The lump sum compensation shall be increased by \$53,393.00, for the additional work shown in Attachment A. The maximum amount payable under this agreement shall not exceed \$721,413.00, as shown in Attachment B. Progress payments for work detailed in Attachment A will be made when the Engineer has attained a level of completion equal to or greater than the agreed upon milestones of completion in the reasonable opinion of FBGPTRA.”

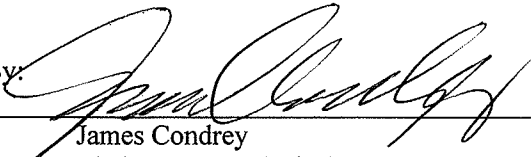
3. The Scope of Services shown in Attachment A shall be expanded to include Exhibit A-2, attached hereto.
4. The Compensation for Scope of Services shown in Attachment B shall be expanded to include Exhibit B-2, attached hereto.


[Remainder of page intentionally left blank.]

Supplemental Agreement No. 2
To Agreement of April 20, 2011

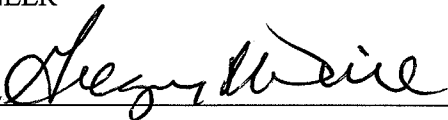
IN WITNESS WHEREOF, this Supplemental Agreement is hereby executed as of the
date first set forth above.

FORT BEND GRAND PARKWAY TOLL
ROAD AUTHORITY, a local government
Texas Corporation

By: 
James Condrey
Chairman, Board of Directors

ATTEST: 
By _____

Huitt-Zollars, Inc.
ENGINEER

By: 
Name: Gregory R. Wine, PE, LEED AP
Title: Senior Vice President

**SUPPLEMENTAL AGREEMENT NUMBER 2
Fort Bend Grand Parkway Toll Road, Segment D, Section 5**

EXHIBIT A-2

**ATTACHMENT A
SCOPE OF SERVICES**

General Description: Redesign the storm sewer system using the existing trunk lines.

1. Eliminate the proposed median trunk line by tying the proposed mainlane inlets to the existing trunk lines along northbound frontage road and southbound frontage road.
2. The proposed laterals and existing frontage road trunk lines will be modeled based on 5-yr storm event. If the existing frontage road trunk lines do not have sufficient capacity, HZ will prepare an option to add pipes adjacent to existing frontage road trunk lines at critical locations; modifying the drainage area for the future offsite development (150 feet wide commercial development) or lowering the design storm event to less than 5-yr. HZ will coordinate the options with PMC prior to finalizing the construction drawings for TxDOT review and comment.
3. HZ will minimize the number of inlets in the median as is possible. The proposed swale and inlets in the median will be designed for the future 6 lane mainlane configuration using 10-year storm event and ponding criteria. HZ will coordinate and receive approval from PMC before finalizing the design on the median inlets.

The redesign effort will result in new and modified sheets as listed below:

- o Revise five Drainage Area sheets to incorporate the new changes in the storm sewer system;
 - o Redesign the proposed storm sewer system to eliminate the median trunkline. The five Storm Sewer Plan & Profile sheets will be modified based upon the redesigned storm sewer system. Five new plan & profile sheets will be added to show both the existing NB and SB frontage road trunk lines and proposed improvements, as will the lateral profile sheets;
 - o Re-run the Winstorm models and prepare new storm sewer calculation sheets to replace the four previous sheets, with a potential additional lateral sheet;
 - o Revise five SWPPP sheets;
 - o Change the retaining wall underdrain connection designs to the proposed system and revise five retaining wall sheets;
 - o Re-Calculate Summary of Quantities and update three sheets;
 - o Update Cost Estimate in Excel.
4. Deliverables:
- Draft Plans for PMC review
 - Draft Plans for TxDOT review
 - Final Draft for PMC review of HZ response to PMC and TxDOT comments
 - Signed and sealed mylar submittal to PMC

**SUPPLEMENTAL AGREEMENT NO. 2
EXHIBIT B-2**

ATTACHMENT B

**COMPENSATION FOR SCOPE OF SERVICES
FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) - SEGMENT D**

HUITT-ZOLLARS, INC.

SECTION 5 DESIGN SERVICES

Section 5 Limits: Harlem Road

Section 5 Station Limits: 1023+00 to 1062+50 (approximate)

TASK DESCRIPTION	NUMBER OF SHEETS	PRINCIPAL IN CHARGE	SENIOR PROJECT MANAGER	QA/QC MANAGER	CIVIL ENGINEER	EIT	SENIOR STRUCTURAL ENGINEER	STRUCTURAL EIT	SENIOR CADD TECHNICIAN	PROJECT SUPPORT	TOTAL LABOR HRS & COSTS
DRAINAGE		\$195.00	\$180.00	\$180.00	\$165.00	\$110.00	\$170.00	\$110.00	\$118.00	\$70.00	
LABOR RATE PER HOUR											
REVISE DA LAYOUT SHEETS	5				20				20		40
STORM SEWER COMPUTATIONS					16				10		26
STORM P&P REDESIGN	10				112				56		168
REDESIGN SWPPP SHEETS FOR NEW CONDITIONS	5				8				8		16
SHEETS & HOURS SUBTOTAL		0	0	0	156	0	0	0	94	0	
SUBTOTAL LABOR COSTS		\$0.00	\$0.00	\$0.00	\$25,740.00	\$0.00	\$0.00	\$0.00	\$11,092.00	\$0.00	\$36,832.00
RETAINING WALLS											
REVISE WALL LAYOUTS TO ACCOMMODATE REVISED DRAINAGE	5				8				8		16
SHEETS & HOURS SUBTOTAL		0	0	0	8	0	0	0	8	0	16
SUBTOTAL LABOR COSTS		\$0.00	\$0.00	\$0.00	\$1,320.00	\$0.00	\$0.00	\$0.00	\$944.00	\$0.00	\$2,264.00
QUANTITY TAKE-OFFS AND QUANTITY SUMMARIES											
REVISE QUANTITIES 100% MYLARS	3				16				4		20
SHEETS & HOURS SUBTOTAL		0	0	0	16	0	0	0	4	0	20
SUBTOTAL LABOR COSTS		\$0.00	\$0.00	\$0.00	\$2,640.00	\$0.00	\$0.00	\$0.00	\$472.00	\$0.00	\$3,112.00
CONSTRUCTION COST ESTIMATE											
REVISE CONSTRUCTION COST ESTIMATES FOR AFFECTED QUANTITIES					4						4
SHEETS & HOURS SUBTOTAL		0	0	0	4	0	0	0	0	0	4
SUBTOTAL LABOR COSTS		\$0.00	\$0.00	\$0.00	\$660.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$660.00
PREPARATION AND SUBMITTAL OF PS&E											
95% MYLAR					8				16		24
100% MYLAR					2				4		10
SHEETS & HOURS SUBTOTAL		0	0	0	10	0	0	0	20	4	34
SUBTOTAL LABOR COSTS		\$0.00	\$0.00	\$0.00	\$1,650.00	\$0.00	\$0.00	\$0.00	\$2,360.00	\$280.00	\$4,290.00
PROJECT MANAGEMENT AND SECTION LEAD MANAGEMENT TASKS											
PROJECT MANAGEMENT		2	8	8	16						34
SHEETS & HOURS SUBTOTAL		2	8	8	16	0	0	0	0	0	34
SUBTOTAL LABOR COSTS		\$390.00	\$1,440.00	\$1,440.00	\$2,640.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$5,910.00

