

**SUPPLEMENTAL AGREEMENT NO. 1  
TO  
AGREEMENT OF DECEMBER 19, 2012  
FOR TOLL SYSTEM IMPLEMENTATION**

THIS SUPPLEMENTAL AGREEMENT is made and entered into this 16<sup>th</sup> day of January, 2013, and modifies the TOLL SYSTEM IMPLEMENTATION AGREEMENT effective December 19, 2012 (the "Agreement"), by and between the Fort Bend Grand Parkway Toll Road Authority, a Texas Local Government Corporation (the "Authority"), and TransCore LP, a Delaware Limited Partnership (the "Contractor").

The Agreement is hereby modified as follows:

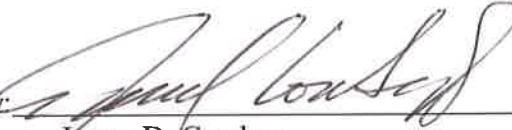
1. In accordance with Section 4.02 of the Agreement, the Authority and Contractor approve the change order attached hereto, which shall be included in the Agreement as **Exhibit E**.

This Supplemental Agreement does not alter, modify, or otherwise change any part of the Agreement, except as specifically stated in this Supplemental Agreement.

**[Remainder of page intentionally left blank.]**


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 D. Condrey  
Chairman, Board of Directors

ATTEST:   
By: \_\_\_\_\_  
Secretary, Board of Directors

TRANSCORE LP  
CONTRACTOR

By:   
Name: Whitt Hall  
Title: Vice President

**Exhibit E**  
**CHANGE ORDER**

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**General Description**

Fort Bend County Toll Road Authority is constructing an extension of the Fort Bend Parkway from State Highway 6 to Sienna Parkway, Segment B-1, and includes one tolled location. The additional work to be performed by TransCore under this scope of services includes the provision of toll system implementation services for Fort Bend Parkway Segment B-1. The toll system will be installed on a single four (4) lane main lane gantry at a location to be determined. Toll system implementation services are independent of the roadway construction itself.

The system functional and performance requirements for Segment B-1 shall comply with all the requirements of the Toll System Implementation Agreement. The schedule for toll system implementation services for Segment B-1 and payment for said services shall parallel the schedule in the Toll System Implementation Agreement.

Costs for toll system implementation services for Segment B-1 of the Fort Bend Parkway performed pursuant to this Change Order shall not exceed \$830,000.00.