

**SUPPLEMENTAL AGREEMENT NO. 1
TO
ENGINEERING SERVICES AGREEMENT OF JULY 16, 2014**

THIS SUPPLEMENTAL AGREEMENT is made and entered into this 17th day of December, 2014, and modifies the ENGINEERING SERVICES AGREEMENT effective July 16, 2014 (the "Agreement"), by and between the Fort Bend County Toll Road Authority (the "Authority"), a Texas Local Government Corporation, and Reynolds, Smith & Hill, Inc. (RS&H), a Florida corporation, hereinafter called "Engineer".

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 \$267,725.08"

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 \$31,489.00, for the additional work shown in Attachment A. The maximum amount payable under this agreement shall not exceed \$267,725.08, 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 FBCTRA."

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

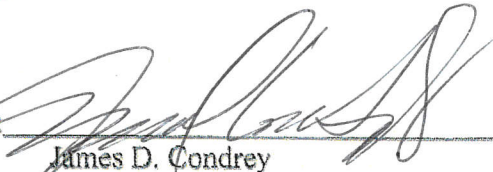
This Supplemental Agreement does not alter, modify, or otherwise change any part of the Agreement, except as specifically stated in this Supplemental Agreement.

[Remainder of page intentionally left blank.]

Supplemental Agreement No. 1
To Agreement of July 16, 2014

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

FORT BEND COUNTY TOLL ROAD
AUTHORITY, a local government Texas
corporation

By: 
James D. Condrey
Chairman, Board of Directors

ATTEST:

By: 
Asst. Secretary, Board of Directors

REYNOLDS, SMITH & HILL, INC.


By: 
Name: Donald R. Glenn
Title: Vice President

EXHIBIT A-2
ATTACHMENT A
ADDITIONAL SCOPE OF SERVICES
TOLL SYSTEM CONVERSION

BACKGROUND

The Fort Bend County Toll Road Authority (FBCTRA) is in the process of replacing toll equipment on Westpark Tollway and the Fort Bend Parkway. In order to accommodate the placement of new tolling infrastructure must be constructed. The timeframe to incorporate new tolling equipment and infrastructure is by fall 2014. The scope of services complies with recommendations made in the August 2013 Toll Conversion Concept Report submitted to FBCTRA. This supplemental scope of services for construction phase services includes:

- Review daily reports/daily logs
- Review lab reports
- Check and verify monthly pay estimates

Specific details of these services consist of the following:

REVIEW DAILY REPORTS/DAILY LOGS

Daily reports/daily logs submitted by the contractor will be reviewed for accuracy on items and quantities listed under work performed for each day. Any discrepancies will be noted and clarification requested.

REVIEW LAB REPORTS

Review lab reports of materials for accuracy with mix designs and specifications.

REVIEW LAB REPORTS

Work with FBCTRA to verify pay estimates coordinate with submitted daily logs and work performed by contractor.

EXHIBIT B-2
ATTACHMENT B
ADDITIONAL SCOPE OF SERVICES
TOLL SYSTEM CONVERSION

Compensation for construction phase services shall be for an amount not-to-exceed \$31,489.00

	Project Principal	Project Engineer	CADD Designer	Contract Specialist	Hrs/Task
Billable Rate	\$238.73	\$112.13	\$85.75	\$105.54	
Fort Bend Parkway Toll Gantry Construction					
General					
Review of daily reports	8	80			88
Review of lab reports	4	40			44
Monthly pay estimates	6	120			126
Sub-Total Hours	18	240			258
Sub-Total Cost	\$4,297	\$26,912	\$0	\$0	\$31,209
	7%	93%	0%	0%	
Expenses					
Mileage (# of miles)	500	\$0.56	Mile		\$280.00
Courier Services (Deliveries)		\$50.00	Each		\$0.00
Photocopies B/W (8-1/2 X 11)		\$0.25	Each		\$0.00
Mylar (11 X 17)		\$5.00	Sheet		\$0.00
CD Archive		\$250.00	Each		\$0.00
SUBTOTAL DIRECT EXPENSES					\$280.00