

**SUPPLEMENTAL AGREEMENT NO. 2
TO
TOLL SYSTEM IMPLEMENTATION AGREEMENT OF JULY 16, 2014**

THIS SUPPLEMENTAL AGREEMENT is made and entered into this 18th day of February 2015, and modifies the TOLL SYSTEM IMPLEMENTATION 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 TransCore, LP, a Delaware Limited Partnership, hereinafter called (the "Contractor").

The Agreement is hereby modified as follows:

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1. The first sentence of Section 2.02. is replaced with the following sentence:

"The Maximum Compensation for the Scope of Work under this agreement is \$4,380,671.00; the lump sum compensation shall be increased by \$56,671.00."

2. The Scope of Services and Compensation for the Scope of Services shown in Attachment A shall be expanded to include Exhibit A-3, 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. 2
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

TRANSCORE, LP

By: 
Name: SCOTT DIERING
Title: VICE PRESIDENT

Supplemental Agreement No. 2
To Agreement of July 16, 2014

**EXHIBIT A-3
ATTACHMENT A
CHANGE ORDER TO
TOLL SYSTEM IMPLEMENTATION AGREEMENT
OF JULY 16, 2014**

January 21, 2015

Mike Stone Associates, Inc.
Attn: Mike Stone
19875 Southwest Freeway, Suite 270
Sugar Land, TX 77479

Subject: Scope and Quotation for FBCTRA's Test Environment Equipment

Dear Mr. Stone:

Please find the below scope and quotation for the test equipment.

1. Scope – Test Environment Equipment

The following sections outline the proposed scope in support of the FBCTRA's dedicated Test Environment. In order to better support FBCTRA's testing needs for existing and new lanes additional equipment is required. The Test equipment could also be repurposed to support Production needs should an urgent need arise.

A. Server

TransCore will procure, install, and configure a new Dell R730xd. The Dell R730xd is a server that can meet FBCTRA testing needs but is substantial enough that should the need arise it could be reallocated to support Production level processing. The R730xd will be configured to support all the Plaza/CPC level functions. This environment will provide us with the ability to test software updates and testing additional lanes prior to them going live. The test environment also gives us a dedicated environment to move data to in order to run special reports, queries, and test scenarios such as toll schedule changes without impacting the Production environment.

B. Routing Switch

TransCore will procure, install, and configure a new Cisco Catalyst 3850-48T-E Switch. The Catalyst 3850-48T-E Switch can will be used to route test lanes from Staging and Field Lanes(while in test mode) to the Test Server. Although a 48 Port switch is more than what would be needed for a Test Environment, the 48 Port Switch is sufficient to route all current and Plaza Servers and Lanes should a Production need ever arise.

C. Labor

TransCore will procure, configure, install, and test the Test Environment. It is anticipated that installation and configuration will require the following resources System Admin, Network Admin., Database Admin., and Software Support to install and test the new equipment. TransCore can complete setup of this test environment within 5 days upon receipt of new equipment.

2. Compensation Information



The following table outlines the total compensation for the aforementioned scope:

ITEM	DESCRIPTION	PRICE
	Test Environment	
1A-1B	Server and Switch Equipment	\$ 47,958
1C	Labor to Configure and Test	\$ 8,713
	<i>Test System Total:</i>	\$ 56,671

Table 1 – Compensation Breakdown

Sincerely,
TRANSCORE

David Kerr
Project Manager