

**SUPPLEMENTAL AGREEMENT NO. 1
TO
MASTER SERVICE AGREEMENT DATED NOVEMBER 15, 2017
FOR
TOLL SYSTEMS OPERATION AND MAINTENANCE SERVICES**

This Supplemental Agreement is made and entered into this 17th day of January 2018, and modifies the MASTER SERVICE AGREEMENT (the "Agreement") between Fort Bend Grand Parkway Toll Road Authority, a Texas local government corporation (the "Authority"), and TransCore, LP, a Delaware limited partnership (the "Contractor") dated November 15, 2017.

The parties hereto inadvertently included the cost of "Decommissioning" and "Decommissioning DR" in the yearly cost, when it is a one-time cost in the total five-year term of the Agreement. The parties therefore desire to modify and amend the Agreement to correct this error.

The Agreement is therefore hereby modified as follows:

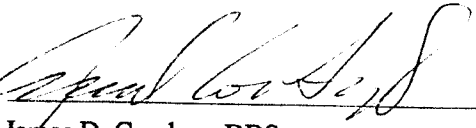
1. Total Compensation is modified by replacing \$5,959,671.94 with \$5,439,488.12.
2. The table on page 10 of the Agreement is replaced with the second table in The Exhibit attached hereto.

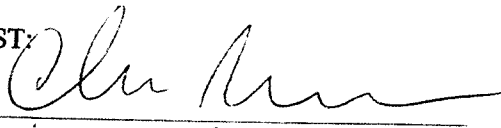
This Supplemental Agreement does not alter, modify, or otherwise change any part of the Agreement, except as specifically stated in this Supplemental Agreement.

[Remainder of page intentionally left blank.]


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

FORT BEND GRAND PARKWAY TOLL
ROAD AUTHORITY

By: 
James D. Condrey, DDS
Chairman, Board of Directors

ATTEST: 
By: _____
Name: Charles Penner
Title: Secretary

TRANSCORE, LP

By: 
Name: R. Clint Holley
Title: Vice President

EFFECTIVE DATE

THIS AGREEMENT IS EFFECTIVE ON THE DATE IT IS APPROVED BY THE FORT BEND COUNTY COMMISSIONERS COURT, AND IF NOT SO APPROVED SHALL BE NULL AND VOID.

DATE OF COMMISSIONERS COURT APPROVAL: February 6, 2018

AGENDA ITEM NO.: 19

EXHIBIT A
 (revised 1/17/2018)

Compensation for Operations and Maintenance

Compensation.

Description	Part#	UOM	Unit Price	QTY	Extended Price
Universal 6" Blade	UTS-05120-01	ea	7,437.48	12	\$89,249.76
E6 Reader NO NEMA	10-6002-367	ea	10,000.00	2	\$20,000.00
IVIS Blade, Single Detector	UTS-19012-04	ea	4,283.37	8	\$34,266.96
VCAR unit complete	UTS-05101-02	ea	40,000.00	4	\$160,000.00
8 ft gradient sensor	UTS-19001-06	ea	1,367.13	2	\$2,734.26
10 ft gradient sensor	UTS-19001-02	ea	1,396.74	6	\$8,380.44
UL Listed NEMA 3R 3 Door Style 72"H x 120"W x 36"D	1-350-003800	ea	16,100.00	1	\$16,100.00

TransCore Product**

\$330,731.42

Fort Bend Parkway	Month	Year	Total (5 Year)
Operations *	\$ 9,012.33	\$ 108,148.00	\$ 540,740.00
Operations (DR)	\$ 429.73	\$ 5,156.78	\$ 25,783.92
Maintenance	\$ 17,200.00	\$ 206,400.00	\$ 1,032,000.00
Escrow 5 yr		\$ 3,506.60	\$ 17,533.00
Escrow DR 5 yr		\$ 798.20	\$ 3,991.00
Annual Audit		\$ 12,708.50	\$ 63,542.50
Decommissioning			\$ 37,707.06
Decommissioning (DR)			\$ 1,050.00
Westpark Tollway			
Operations *	\$ 6,284.33	\$ 75,412.00	\$ 377,060.00
Operations (DR)	\$ 429.73	\$ 5,156.78	\$ 25,783.92
Maintenance	\$ 10,320.00	\$ 123,840.00	\$ 619,200.00
Escrow 5 yr		\$ 3,506.60	\$ 17,533.00
Escrow DR 5 yr		\$ 798.20	\$ 3,991.00
Annual Audit		\$ 8,980.60	\$ 44,903.00
Decommissioning			\$ 37,707.06
Decommissioning (DR)			\$ 1,050.00
Grand Parkway			

CERTIFICATE OF INTERESTED PARTIES

FORM **1295**

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
 Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

**OFFICE USE ONLY
 CERTIFICATION OF FILING**

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.
 TransCore, LP
 Houston, TX United States

Certificate Number:
 2018-302346

Date Filed:
 01/15/2018

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.
 Fort Bend Grand Parkway Toll Road Authority

Date Acknowledged:
 01/17/2018

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.
 FBGPTRA
 Supplemental Agreement No. 1: Update to Scope of Work and Compensation for Operations and Maintenance project

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	Roper Technologies, Inc.	Sarasota, FL United States	X	

5 Check only if there is NO Interested Party.

6 UNSWORN DECLARATION

My name is _____, and my date of birth is _____.

My address is _____, _____, _____, _____, _____.
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in _____ County, State of _____, on the _____ day of _____, 20____.
(month) (year)

 Signature of authorized agent of contracting business entity
 (Declarant)