

AMENDATORY AGREEMENT

THIS AMENDATORY AGREEMENT is made and entered into this _____ day of _____, 2010, by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the "City"), and **BAYAUD PAYROLL SERVICES, LLC**, a Colorado limited liability company with an address of **333 West Bayaud Avenue, Denver, Colorado 80223** (the "Contractor").

RECITALS:

A. The City previously retained the Contractor by an Agreement February 17, 2010, to provide comprehensive payroll services (the "Agreement").

B. The City and the Contractor desire to amend the Agreement to extend the term for an additional two months.

NOW THEREFORE, the City and Contractor agree as follows:

1. Article 4 of the Agreement, entitled "**TERM OF AGREEMENT**", is hereby amended to read as follows:

4. TERM OF AGREEMENT: The term of this Agreement shall commence on January 15, 2010, and terminate on October 31, 2010."

2. Any and all references in Exhibit B and/or Exhibit C to the termination date of August 31, 2010 are hereby amended to reflect a termination date of October 31, 2010.

3. Except as otherwise modified or amended herein, all of the terms, provisions and conditions of the Agreement shall remain in full force and effect as though set out in full herein.

4. This Amendatory Agreement will not be effective or binding on the City until it has been fully executed by all signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

5. This Amendatory Agreement shall be executed in two (2) counterparts, each of which shall be deemed to be an original, and all of which, taken together, shall constitute one and the same instrument.

10-091-A

IN WITNESS WHEREOF, the parties hereto have executed this instrument as of the day and year first written above.

ATTEST:

By: _____
STEPHANIE Y. O'MALLEY,
Clerk and Recorder, Ex-Officio
Clerk of the City and County of Denver.

CITY AND COUNTY OF DENVER:

By: _____
MAYOR

APPROVED AS TO FORM:

DAVID R. FINE, Attorney for the
City and County of Denver

By: _____
Assistant City Attorney

RECOMMENDED AND APPROVED:

By: *Debra K. S. [Signature]*
Director, Division of Workforce Development

REGISTERED AND COUNTERSIGNED:

By: _____
Manager of Finance

By: _____
Auditor
Contract Control No. GE00039-1

“CITY”

BAYAUD PAYROLL SERVICES, LLC
Taxpayer (IRS) I.D. No. 26-3366677

By: *David E. Henninger*

Name: David E. Henninger
(please print)

Title: Exec. Director

“CONTRACTOR”