

FOURTH AMENDATORY AGREEMENT

THIS FOURTH AMENDATORY AGREEMENT is between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”) and **ALFRED BENESCH & COMPANY**, an Illinois corporation, doing business at 7951 East Maplewood Avenue, Suite 122, Greenwood Village, Colorado 80111 (“Consultant” and the City and Consultant are referred to collectively as “the parties”).

RECITALS

A. By an Assignment And Assumption Of Agreement, Consultant undertook all duties and responsibilities under the dated March 11, 2008, an Amendatory Agreement dated December 23, 2008, as amended by the Second Amendatory Agreement dated January 5, 2010 between the City and Assignor for provision of environmental and technical services to the City (collectively the Agreement, Amendatory Agreement, Second Amendatory Agreement and Assignment and Assumption of Agreement constitute the “Agreement”).

B. The City and Consultant wish to amend the Agreement to add funds and as otherwise set forth below.

The parties hereby amend the Agreement as set forth below.

1. Section 5, entitled “COMPENSATION; CONTRACT VALUE”, subsection (d)(1) deleted in its entirety and replaced as follows:

“5. COMPENSATION; MAXIMUM CONTRACT AMOUNT:

d. Maximum Contract Amount:

(1) Notwithstanding any other provision of the Agreement, the City’s maximum obligation under the Agreement shall not exceed **ONE MILLION DOLLARS AND NO CENTS (\$1,000,000.00)** (the “Maximum Contract Amount”). The City is not obligated to execute any amendment or change orders for any further services, including any services performed by Consultant beyond that specifically described in or approved as provided for in the Agreement. Any services performed beyond those provided for herein are performed at Consultant’s risk and without authorization under the Agreement.

2. Section 42 of the Agreement, entitled “ELECTRONIC SIGNATURES AND ELECTRONIC RECORDS”, is amended as follows:

“42. ELECTRONIC SIGNATURES AND ELECTRONIC RECORDS.

Consultant consents to the use of electronic signatures by the City. The Agreement, and any other documents requiring a signature hereunder, may be signed electronically by the City in the manner specified by the City. The parties agree not to deny the legal effect or enforceability of the Agreement solely because it is in electronic form or because an electronic record was used in its formation. The parties agree not to

object to the admissibility of the Agreement in the form of an electronic record, or a paper copy of an electronic document, or a paper copy of a document bearing an electronic signature, on the grounds that it is an electronic record or electronic signature or that it is not in its original form or is not an original.

3. Except as amended in the Fourth Amendatory Agreement, the Agreement is affirmed, and ratified in each and every particular.

4. Consultant assures and guarantees that it possess the legal authority, pursuant to any proper, appropriate and official motion, resolution, or action passed or taken, to enter into the Fourth Amendatory Agreement. The persons signing and executing the Fourth Amendatory Agreement on behalf of Consultant hereby warrant and guarantee that Consultant fully authorized her or him or them to execute the Fourth Amendatory Agreement on its behalf and to validly and legally bind Consultant to all terms, performances, and provisions in the Agreement as amended by the Fourth Amendatory Agreement set forth herein.

5. The Fourth Amendatory Agreement may be executed in two (2) counterparts, each of which is an original of the Fourth Amendatory Agreement and together constitute the same instrument.

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Contract Control Number: OC81064

Vendor Name: ALFRED BENESCH & COMPANY

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of

SEAL

CITY AND COUNTY OF DENVER

ATTEST:

By _____

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

DAVID W. BROADWELL, Attorney
for the City and County of Denver

By _____

By _____

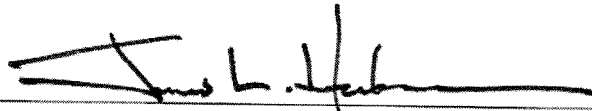
By _____



IN WITNESS WHEREOF, the parties have hereunto set their hands and affixed their seals at Denver, Colorado as of the day first above written.

Contract Control Number: OC81064

Vendor Name: ALFRED BENESCH & COMPANY

By: 

Name: JAMES L. HECKMAN
(please print)

Title: VICE PRESIDENT
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)

