

**FIRST AMENDMENT
TO
CONSTRUCTION AGREEMENT –
36TH STREET YARD OFFICE FACILITY RELOCATION**

THIS FIRST AMENDMENT TO CONSTRUCTION AGREEMENT - 36TH STREET YARD OFFICE FACILITY RELOCATION ("**First Amendment**") is made and entered into as of June 14, 2017, by and between the CITY AND COUNTY OF DENVER, a home rule city and Colorado municipal corporation ("**City**"), whose address is 1437 Bannock Street, Denver, Colorado 80202, and UNION PACIFIC RAILROAD COMPANY, a Delaware corporation whose address in Union Pacific Railroad Company, 1400 Douglas Street, Stop 1690, Omaha, Nebraska 68179 ("**UPRR**"), (jointly "**Parties**").

RECITALS:

A. The Parties entered into Construction Agreement 36th Street Yard Office Facility Relocation dated December 15, 2014, on file in City Clerk File No. 2014-0922 (Contract Control No. 201419081) ("**Construction Agreement**") to construct a new UPRR Yard Office Facility and relocate UPRR from the existing Yard Office.

B. The Parties wish to amend the Construction Agreement to increase the maximum contract amount for UPRR Work (as defined in the Construction Agreement) and the total Maximum Contract Amount (as defined in the Construction Agreement).

NOW THEREFORE, in consideration of the premises and the Parties' mutual covenants and obligations, the Parties agree as follows:

1. Paragraph 3.2 of the Construction Agreement is amended in its entirety to read as follows:

"3.2. Performance of Work; City's Cost. City shall perform and complete all City Work in strict accordance with the Approved Plans, at its sole cost and expense. UPRR shall perform and complete the UPRR Work, at City's sole cost and expense, up to the maximum amount of \$286,878.83. Each party shall provide and furnish, as part of the Work to be completed by it hereunder, all personnel and services and all required material, equipment and other items required for performance of such Work. Subject to the requirements to pursue additional appropriations and the termination provisions set forth herein, the City

Work, UPRR Work and any UPRR work performed under the Preliminary Engineering Agreement in relation to the UPRR Relocated Facilities shall not exceed \$4,128,129.02."

2. Exhibit D, "UPRR Work to be paid by City" is hereby deleted in its entirety.
3. The Construction Agreement, as amended by this First Amendment, is affirmed and ratified in each and every particular.
4. This First Amendment will not be effective or binding on the City until it has been fully executed by all required signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

[SIGNATURE PAGES FOLLOW]

Contract Control Number:

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:

By _____

By _____

By _____



UNION PACIFIC RAILROAD COMPANY,
a Delaware corporation

By: Tony K Love
Name: TONY K. LOVE
Title: Assistant Vice President - Real Estate

ATTEST:

By: Beverly J Kubat
Assistant Secretary

(SEAL)

STATE OF NEBRASKA)
)
COUNTY OF DOUGLAS)

On June 14th, 2017, before me, a Notary Public in and for said County and State, personally appeared TONY K. LOVE and BEVERLY J. KUBAT, who are the Assistant Vice President - Real Estate and the ASST. Secretary, respectively, of UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

My Commission expires:

David C. Laplante
Notary Public

(SEAL)





UNION PACIFIC RAILROAD COMPANY,
a Delaware corporation

By: *Tony K. Love*
Name: TONY K. LOVE
Title: Assistant Vice President - Real Estate

ATTEST:

By: *B. J. Kubat*
Assistant Secretary

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