### FIRST AMENDMENT

### TO

# CONSTRUCTION AGREEMENT – 36<sup>TII</sup> STREET YARD OFFICE FACILITY RELOCATION

THIS FIRST AMENDMENT TO CONSTRUCTION AGREEMENT - 36<sup>TH</sup> 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 36<sup>th</sup> 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]

<b>Contract Control Number:</b>	
IN WITNESS WHEREOF, the parties h Denver, Colorado as of	ave set their hands and affixed their seals at
SEAL	CITY AND COUNTY OF DENVER
ATTEST:	By
APPROVED AS TO FORM:	REGISTERED AND COUNTERSIGNED
By	By
	By

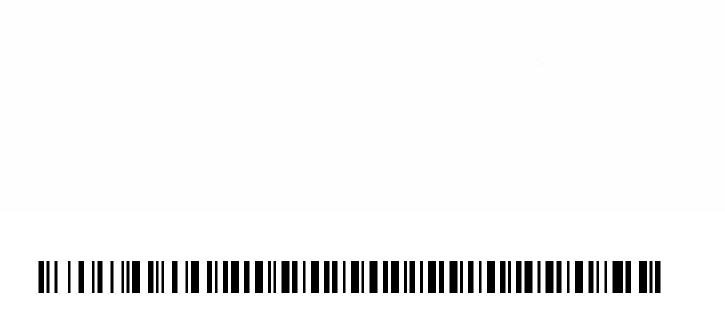


UNION PACIFIC RAILROAD COMPANY, a Delaware corporation

	By:	Jony Chave	
	Name:	TONY K. LOVE	
ATTEST:	Title:	Assistant Vice President - Real Estate	
By: 6 Kubal Assistant Secre	etary		
(SEAL)	86.7		
STATE OF NEBRASKA ) COUNTY OF DOUGLAS )			
PACIFIC RAILROAD COMPANY to me on the basis of satisfactory evi within instrument, and acknowledge capacities, and that by their signature which the persons acted, executed the	ASST.  a Delaware corporate to me that they eless on the instrument.	in and for said County and State,  BEVERLY T. KUBAT, who are the Secretary, respectively, of UNION oration, personally known to me (or proversons whose names are subscribed to the xecuted the same in their authorized at the persons, or the entity upon behalf or the same in the persons.	ed le
WITNESS my hand and office	cial seal.	•	
My Commission expires:  Notary Public	nto		
(SEAL) GENERAL NOTARY - State of DAVID C LAPLA	Nebraska NTE		

UPRR Signature Page to First Amendment to Construction Agreement – 36th Street Yard Office





## UNION PACIFIC RAILROAD COMPANY, a Delaware corporation

	By:	Tout Tone
	Name:	TONY K. LOVE
A CONTROLL	Title: _	Assistant Vice President - Real Estate
ATTEST:		
By: Dubal Assistant Secretary	_	
(SEAL)		
STATE OF NEBRASKA )		
COUNTY OF DOUGLAS )		
personally appeared TONY K. LOV  Assistant Vice President - Real Estate and the PACIFIC RAILROAD COMPANY, a Determinent to me on the basis of satisfactory evidence within instrument, and acknowledged to refer to the personal property of the personal pro	ASST. elaware core) to be the me that they the instrumtrument.	poration, personally known to me (or proved persons whose names are subscribed to the
My Commission expires:  Notary Public	<u> </u>	
(SEAL)  GENERAL NOTARY - State of Nebrask DAVID C LAPLANTE My Comm. Exp. Sept. 18, 2017		