

STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

**LOCAL PROJECT ADVANCE FUNDING AGREEMENT FOR
VOLUNTARY LOCAL GOVERNMENT CONTRIBUTIONS
TO TRANSPORTATION IMPROVEMENT
PROJECTS WITH NO REQUIRED MATCH**

AMENDMENT #1

THIS FIRST AMENDMENT to the Local Project Advance Funding Agreement For Voluntary Local Government Contributions to Transportation Improvement Projects With No Required Match (the "Amendment #1") is made by and between the State of Texas, acting through the Texas Department of Transportation, called the "State," and Nueces County, Texas, acting by and through its duly authorized officials, called the "Local Government."

WITNESSETH

WHEREAS, the State and the Local Government executed a Local Project Advance Funding Agreement For Voluntary Local Government Contributions to Transportation Improvement Projects With No Required Match, effective as of January 9, 2015 (the "LPAFA"); and

WHEREAS, pursuant to Section 2.A. of the LPAFA, the Local Government agreed to make four annual payments of \$3,000,000 each to the State in support of the Project, with the first payment being due on December 31, 2015, and the remaining three payments being due on December 31st of 2016, 2017, and 2018, respectively; and

WHEREAS, the Local Government has applied for a loan from the State Infrastructure Bank ("SIB loan") to fund all or a portion of the payments due to the State under the LPAFA; and

WHEREAS, the application and approval process for that the SIB loan will not be completed before the date the first payment is due to the State under the LPAFA; and

WHEREAS, it has become necessary to amend the LPAFA to extend the deadline for the first payment.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements of the parties hereto, to be by them respectively kept and performed as hereinafter set forth, the State and the Local Government do agree as follows:

AMENDMENT #1

1. Definitions

Capitalized terms not defined herein shall have the meanings given to them in the LPAFA.

2. Description of Amended Items

Section 2.A. is deleted in its entirety and replaced with the following:

A. The Local Government will pay to the State the periodic payments specified in the schedule below:

\$3,000,000 due by the earlier of: (i) thirty (30) days after at least \$3,000,000 in financial assistance is disbursed by the State to the Local Government for the payment, or (ii) June 30, 2016;

\$3,000,000 due by December 31, 2016;

\$3,000,000 due by December 31, 2017;

\$3,000,000 due by December 31, 2018.

All other provisions of the original LPAFA are unchanged and remain in full force and effect.

3. Effective Date; No Prior Breach or Default

This Amendment #1 becomes effective when signed by the last party whose signing makes the agreement fully executed. Any payment breach or default prior to the effective date of this amendment is specifically waived by the State, this amendment curing any such breach or default.

4. Signatory Warranty

Each signatory warrants that the signatory has necessary authority to execute this agreement on behalf of the entity represented.

THIS FIRST AMENDMENT IS EXECUTED by the State and the Local Government in duplicate.

****Signature Page to Follow****

THE LOCAL GOVERNMENT

Hon. Samuel L. Neal, Jr.
County Judge
Nueces County

Date

THE STATE OF TEXAS

Christopher D. Caron, P.E.
District Engineer
Texas Department of Transportation

Date