

AMENDMENT NO. 1

TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN
THE CITY OF CORAL GABLES
AND
ARCOART PLUS, LLC d/b/a TROLINET

This **AMENDMENT NO. 1** entered into on _____, to that **PROFESSIONAL SERVICES AGREEMENT** dated January 12, 2009 between "the Parties," the City of Coral Gables (**CITY**) and ArcoArt Plus, LLC d/b/a Trolinet (**PROFESSIONAL**).

WITNESSETH THAT:

WHEREAS, the **PROFESSIONAL SERVICES AGREEMENT** may be amended with the prior written approval of the parties; and

WHEREAS, the parties wish to amend the **PROFESSIONAL SERVICES AGREEMENT** in order to extend the period of payment to the **CITY** for advertising proceeds and address the ownership of certain capital improvements to the **CITY'S** shuttle bus stop sign posts and assemblies.

NOW, THEREFORE, the **CITY** and the **PROFESSIONAL**, in consideration of the mutual benefits flowing from each to the other, do hereby agree as follows:

1. PART III, COMPENSATION, of the **PROFESSIONAL SERVICES AGREEMENT** is hereby amended to provide for a 90-day extension of payments to the **CITY** for advertising sales proceeds in accordance with the attached payment schedule.
2. This **AMENDMENT NO. 1** shall be at no additional cost to the **CITY**.
3. The payment schedule in PART III, COMPENSATION of the **PROFESSIONAL SERVICES AGREEMENT**, is hereby deleted in its entirety and replaced by this **AMENDMENT NO. 1**.
4. PART XIII, TERMINATION, of the **PROFESSIONAL SERVICES AGREEMENT**, is hereby amended to include new Section 13.9 entitled "Capital Improvements" with the following statement: "Upon termination or completion of services of the **PROFESSIONAL SERVICES AGREEMENT**, all capital improvements and modifications to the **CITY'S** shuttle bus stop signs, posts and assemblies constructed by **PROFESSIONAL** and other related devices permanently affixed thereto shall become **CITY** property without recompense for same to the **PROFESSIONAL**."
5. All other terms and conditions of the **PROFESSIONAL SERVICES AGREEMENT** remain unchanged.

IN WITNESS WHEREOF, the parties or their duly authorized representatives hereby execute this **AMENDMENT NO. 1** on the date first written above.

CITY OF CORAL GABLES

By: _____
Patrick Salerno, City Manager

ATTEST:

By: _____
Walter J. Foeman, City Clerk

**APPROVED AS TO FORM AND
LEGAL SUFFICIENCY:**

By: _____
Elizabeth M. Hernandez, City Attorney

ARCOART PLUS, LLC d/b/a TROLINET

ATTEST:

By: _____
Carlos Hidalgo, Marketing Director

By: _____
Lorena Hidalgo, Corporate Secretary

