

**SECOND AMENDMENT
TRAFFIC STUDY SERVICES FOR VARIOUS SITES
AGREEMENT NUMBER PS1557A**

THIS SECOND AMENDMENT AGREEMENT is made and entered into as of the 14th day of January, 2014, and shall be deemed and taken as forming a part of the Agreement for Traffic Study Services for Various Sites ("Agreement") by and between the **PUBLIC BUILDING COMMISSION OF CHICAGO**, a municipal corporation of the State of Illinois ("Commission") and **AECOM USA, INC.** ("Consultant") dated April 5, 2010 with the like operation and effect as if the same were incorporated therein.

WITNESSETH:

WHEREAS, the Commission and Consultant have heretofore entered into an Agreement dated April 5, 2010, wherein the Consultant is to provide Traffic Study Services for Various Sites for the Commission; and

WHEREAS, the Commission and Consultant now desire to amend the Agreement to exercise its option to extend the Agreement terms;

NOW THEREFORE, in consideration of the provisions and conditions set forth in the Agreement and herein, the parties hereto mutually agree to amend the Agreement as hereinafter set forth.

It is agreed by and between the parties hereto that the sole modification of, changes in and amendments to the Agreement pursuant to this Amendment are as follows:

TERMS

1. Recitals

THE ABOVE RECITALS ARE EXPRESSLY INCORPORATED IN AND MADE A PART OF THE AMENDMENT CONTRACT AS THOUGH FULLY SET FORTH HEREIN.

2. Article VI. Terms, is revised to extend the term of the Agreement to January 13, 2015.

Execution of this Amendment by the Consultant is duly authorized by the Consultant, and the signature(s) of each person signing on behalf of the Consultant have been made with the complete and full authority to commit the Consultant to all terms and conditions of this Amendment.

All capitalized terms not defined herein shall have the meaning ascribed to them in the Agreement. Except as and to the extent that the terms of the Agreement are amended and modified herein, all terms of the Agreement shall remain in full force and effect.

(Signature Page follows)

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IN WITNESS WHEREOF, the parties hereto have agreed and executed this Amendment No. 2.

**PUBLIC BUILDING COMMISSION
OF CHICAGO**
BY: Rahm Emanuel Date: _____
Mayor Rahm Emanuel
Chairman

ATTEST:
BY: [Signature] Date: 2/19/14
Lori Lypson
Secretary

AECOM USA, INC.
By: [Signature] Date: 2/6/14
President

AFFIX CORPORATE
SEAL, IF ANY, HERE

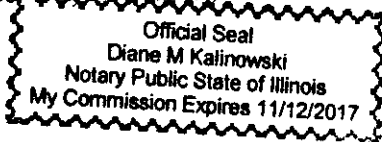
County of: DuPage
State of: Illinois

Subscribed and sworn to before me by 2/6/14 DENISE CASALINO
on behalf of Contractor this 6th day of Feb., 2014.

Diane M. Kalinowski
Notary Public

My Commission expires: 11/12/2017

(SEAL OF NOTARY)



Approved as to form and legality

Anne L. Freed Date: 2/10/14
Neal & Leroy, LLC

AECOM USA, INC.

CERTIFICATE OF SECRETARY

The undersigned, Robert K. Orlin, hereby certifies that he is now and at all times relevant hereto has been the duly elected and acting Secretary of AECOM USA, Inc., a New York corporation, and that the following resolutions amending the Restated By-Laws of said corporation were duly adopted by Unanimous Action of the Board of Directors of this corporation on January 5, 2009:

RESOLVED that, Section 3 of Article V of the Restated By-Laws of this Corporation be amended to read as follows:

“Section 3. CONTRACTS, LEGAL INSTRUMENTS, ETC., HOW EXECUTED. Any officer of this corporation holding the title of Senior Vice President or higher, or any other person designated by resolution of the Board of Directors, may execute contracts or other legal instruments on behalf of the corporation or its divisions.”

The undersigned does further certify that the foregoing resolution has not been revoked, amended or modified, and is in full force and effect as of the date hereof.

The undersigned does further certify that, in accordance with Section 3, Article V of the By-Laws of said corporation, the Board of Directors, by resolution dated January 5, 2009, has designated that Denise Casalino may execute contracts or other legal instruments on behalf of the corporation or its divisions.

IN WITNESS WHEREOF, The undersigned has executed this Certificate of Secretary and has affixed the corporate seal of this corporation this 6th day of February, 2014.


AECOM USA, INC.

By 
Robert K. Orlin, Secretary

(CORPORATE SEAL)

STATE OF NEW YORK)
)ss:
COUNTY OF NEW YORK)

On this 6th day of February 2014, before me, a Notary Public in and for the State of New York, personally appeared Robert K. Orlin who acknowledged himself to be the Secretary of AECOM USA, Inc., and that he, as such Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing his name as Secretary of the corporation.


Notary Public

ADWOA FAAKYE
Notary Public, State of New York
No. 01FA6206838
Qualified in New York County
Commission Expires August 1, 2017