

**FIRST AMENDMENT
TRAFFIC STUDY SERVICES FOR VARIOUS SITES
AGREEMENT NUMBER PS1853F**

THIS FIRST AMENDMENT AGREEMENT is made and entered into as of the 11th day of February, 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 **URS CORPORATION** ("Consultant") dated March 8, 2011 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 March 8, 2011, 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 February 10, 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. 1.

PUBLIC BUILDING COMMISSION
OF CHICAGO

BY: Rahm Emanuel

Mayor Rahm Emanuel
Chairman

Date: _____

ATTEST:

BY: Lori Lypson
Lori Lypson
Secretary

Date: 4/11/14

URS CORPORATION

By: Mohammad S. Hassan

Date: 2/24/14

AFFIX CORPORATE

SEAL, IF ANY, HERE

County of: Cook

State of: Illinois

Subscribed and sworn to before me by Mohammad S. Hassan
on behalf of Contractor this 24th day of Feb., 20 14.

Dorothy B. Trkulja
Notary Public

My Commission expires: 1/11/2016

(SEAL OF NOTARY)



Approved as to form and legality

Anne L. Zredd

Neal & Leroy, LLC

Date: 3-31-2014



**URS CORPORATION
CERTIFICATE OF SECRETARY**

EXTRACT of resolutions adopted by unanimous written consent of the Board of Directors of **URS Corporation**, a Nevada corporation (the "Corporation"), dated as of January 1, 2014:

* * * * *

Appointment of Officers

RESOLVED, that the following persons be and they hereby are appointed officers of the Corporation, to hold the respective office(s) set forth beside their names until their successors are duly elected and qualified and that any officer previously appointed and not named herein is hereby deemed to be removed:

Mohammad S. Hassan Vice President

RESOLVED FURTHER, that the term of office of each shall continue at the pleasure of the Board or until the respective employment of each with the Corporation shall cease.

Authority to Execute Documents on Behalf of the Corporation

WHEREAS, the conduct of the business of the Corporation is subject to the provisions of the URS Corporation and Subsidiaries Policies and Procedures Manual, as amended from time to time (the "P and P"), which includes provisions concerning persons who may execute and deliver documents on behalf of the Corporation; and

WHEREAS, the Board of Directors wishes to clarify any confusion that may arise between the provisions of the P and P and the provisions of the By-Laws of the Corporation or statutes concerning persons who may execute and deliver documents on behalf of the Corporation; it is

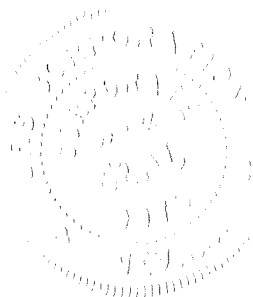
NOW, THEREFORE, RESOLVED, that, in conjunction with the P and P, each of the following persons (an employee of the Corporation or an affiliate and an officer of the Corporation) be and he or she hereby is authorized, directed and empowered to execute and deliver any and all documents on behalf of the Corporation:

Mohammad S. Hassan

* * * * *

I, Kristin L. Jones, the undersigned, do hereby certify that I am the Secretary of **URS Corporation** and that the foregoing is a true and correct copy of the resolutions adopted by the Board of Directors of the Corporation by written consent dated as of January 1, 2014. I further certify that said resolutions are in conformity with the Certificate of Incorporation and the bylaws of the Corporation. They have not been modified, amended or revoked and are in full force and effect as of the date hereof.

Dated this 6th day of January, 2014



Kristin L. Jones, Secretary