

FIRST AMENDMENT TO THE AGREEMENT

In accordance with the Geotechnical Engineering Services Agreement entered into on October 17, 2023, and all of its amendments (if any), collectively (the "Agreement") this Second Amendment to the Agreement (this "Amendment") is made and entered into by and between **UES Professional Solutions, LLC**, whose address is 4205 Vineland Road, Suite L1, Orlando, FL 32811; possessing FEIN **59-1117804**, (hereinafter referred to as "FIRM") and Marion County, a political subdivision of the State of Florida, 601 SE 25th Avenue, Ocala, FL, 34471, (hereinafter referred to as "COUNTY").

WITNESSETH

WHEREAS this Amendment shall remain in full force and effect until completion of all services required of FIRM, and the parties wish to amend the Agreement.

IN CONSIDERATION of the mutual covenants and conditions contained herein, COUNTY and FIRM (singularly referred to as "Party", collectively "Parties") hereto agree as follows:

1. This Amendment shall be deemed to amend and become part of the Agreement in accordance with the project 22Q-228, (the "Project"). All provisions of the Agreement not specifically amended herein shall remain in full force and effect.
2. The parties acknowledge that the Agreement expired on September 1, 20124, but in keeping with the practice of the Parties, they have continued under the Agreement, and it is their intent with this renewal to formalize that continuation.
3. The Parties hereby acknowledge the corporate name change from Universal Engineering Sciences, LLC to UES Professional Solutions, LLC (see Exhibit A).
4. Pursuant to Exhibit A, benefits and obligations under the agreement are hereby assumed by UES Professional Solutions, LLC.
5. This Amendment renews the Agreement for one (1) year, through September 1, 2025.
6. All provisions of the Agreement not specifically amended herein shall remain in full force and effect.
7. This Amendment adds the following provisions to the Agreement:
 - **Governing Law. Law, Venue, Waiver of Jury Trial, and Attorney's Fees:** This Agreement and all the Agreement Documents shall be construed according to the laws of Florida and shall not be construed more strictly against one party than against the other because it may have been drafted by one of the parties. In the event of any legal proceeding arising from or related to this Agreement; (1) venue for state or federal legal proceedings shall be in Marion County, Florida (2) for civil proceedings, the parties consent to trial by the court and waive right to jury trial, (3) the prevailing party shall be entitled to recover all of its costs, including attorney's fees. This section shall survive the termination of the Agreement.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF the Parties have entered into this Amendment, as approved by the Marion County Board of County Commissioners, on the date of the last signature below.

ATTEST:

MARION COUNTY, A POLITICAL SUB-DIVISION OF THE STATE OF FLORIDA

GREGORY C. HARRELL, DATE
MARION COUNTY CLERK OF COURT

KATHY BRYANT DATE
CHAIRMAN

FOR USE AND RELIANCE OF MARION
COUNTY ONLY, APPROVED AS TO
FORM AND LEGAL SUFFICIENCY

BCC APPROVED: February 4, 2025
22Q-228-CA-02 Geotechnical Engineering Services

MATTHEW G. MINTER, DATE
MARION COUNTY ATTORNEY

WITNESS:

UES PROFESSIONAL SOLUTIONS, LLC

SIGNATURE DATE

PRINTED:

ITS: (TITLE)

WITNESS:

SIGNATURE

PRINTED NAME



EXHIBIT A

Materials Testing
Geotechnical Engineering
Environmental
Building Sciences & Safety
Inspections & Code Compliance
Virtual Design Consulting

UES Professional Solutions, LLC
4205 Vineland Road, Suite L1
Orlando, Florida 32811

Marion County Purchasing Department

RE: Universal Engineering Sciences, LLC - Name Change

Marion County Purchasing Department:

Please accept this letter as authorization to update the Universal Engineering Sciences, LLC vendor account for Marion County.

Universal Engineering Sciences, LLC changed its name earlier this year to UES Professional Solutions, LLC. Attached find the Articles of Amendment to show this name change. This change was effective May 3, 2024.

The Taxpayer Identification Number has not changed (59-1117804) as a result of the name change and remains the same as previously under Universal Engineering Sciences, LLC. Attached please find an updated UES Professional Solutions, LLC form W-9 for your records.

Please let us know if you require anything additional.

Respectfully,

A handwritten signature in black ink, appearing to read "Charles LaMattina", written in a cursive style.

Charles LaMattina
Chief Financial Officer – Florida Division