

**AMENDMENT TO THE HOLMAN ROAD BRIDGE OVER BEAR CREEK
REIMBURSEMENT AGREEMENT**

This Amendment to Holman Road Bridge Over Bear Creek Reimbursement Agreement (Amendment) is made and entered into as of _____ by and between Vascorp Investments Corporation, Inc., (the "DEVELOPER"), and the City of Stockton, a municipal corporation (the "CITY").

RECITALS

Conditions of approval for the Cannery Park Mixed Use project required that certain public improvements, such as utilities, roadways, bridge crossings, and the like, be constructed; and

On November 27, 2007, in accordance with the Public Facilities Fees Administrative Guidelines, the City Council approved the Holman Road Bridge Over Bear Creek Reimbursement Agreement, a Public Facility Fee (PFF) reimbursement for the eligible portion of the improvements of Holman Road from Woodbridge Irrigation canal crossing to the south edge of the bridge crossing and the bridge crossing in the amount not to exceed \$3,095,241.

The construction bids received by the Developer for constructing the Holman Rd extension (continuing from north of PFC Jesse Mizener Street to Eight Mile Road) and the bridge crossing significantly exceed the engineer's cost estimate that was prepared in 2007, and consequently, the reimbursement amount is insufficient to compensate the Developer for the eligible improvements portion of the Holman Road extension and bridge crossing.

The Developer is seeking to amend the Holman Road Bridge Over Bear Creek Reimbursement Agreement to increase reimbursement funds by \$4,449,015 to continue with construction activity without delay.

AMENDMENT

The Holman Road Bridge Over Bear Creek Reimbursement Agreement is hereby amended as follows:

1. The CITY and DEVELOPER agree to amend Section 3, Costs, by increasing the estimated cost of constructing the PFF-eligible Improvements by \$4,449,015. The new total PFF-eligible reimbursement amount is not to exceed \$7,544,256.

2. All other terms and provisions of the Holman Road Bridge Over Bear Creek Reimbursement Agreement are unchanged and remain in full force and effect.

IN WITNESS WHEREOF, the CITY and DEVELOPER have executed Amendment as of the date first above written.

"DEVELOPER"

VASCORP INVESTMENT
CORPORATION, INC.

By: _____
MATT ARNAIZ

"CITY"

CITY OF STOCKTON
a municipal corporation

By: _____
HARRY BLACK, CITY MANAGER

ATTEST:

By: _____
ELIZA R. GARZA, CMC
CITY CLERK

APPROVED AS TO FORM:

By: _____
LORI M. ASUNCION
CITY ATTORNEY

Holman Road Eligible Improvement Cost Estimate

Description	Quantity	Unit	Unit Price	Cost	Percentage	Total
SITE PREPARATION (100% of Holman Road						\$ 10,000
1. Rough Grading	1	ls	\$ 10,000		100%	
STORM DRAINAGE (28% of Holman Road Total)						\$ 48,840
2. Catch basin	8	ea	\$ 2,750	\$ 6,160	28%	
3. 42" R.C.P.	205	lf	\$ 137	\$ 7,864	28%	
4. 36" R.C.P.	807	lf	\$ 110	\$ 24,856	28%	
5. 12" P.V.C.	500	lf	\$ 40	\$ 5,600	28%	
6. 12" Tie-in to Ex. Pipe	1	ea	\$ 1,400	\$ 392	28%	
7. Type II Manhole	3	ea	\$ 4,600	\$ 3,864	28%	
8. Plug End	1	ea	\$ 375	\$ 105	28%	
STREET WORK						\$ 541,799
9. 6" Median Curb (100% of Holman Road Total)	3707	lf	\$ 18	\$ 67,653	100%	
10. 6" Vertical Curb & Gutter ((Incl Resturns) 28% of Holman Road Total)	3634	lf	\$ 18	\$ 18,570	28%	
11. Landscape ((Median Only) 100% of Holman Road Total)	3474	sf	\$ 7	\$ 22,581	100%	
12. Pavement 5" A.C & 17.5" A.B. (50% of Holman Road Total)	123713	sf	\$ 7	\$ 432,996	50%	
STREET LIGHTING (ALL ITEMS SHALL INCLUDE						\$ 64,000
13. 30' Standard Double Mast-Arm , LED (200W Equiv.) (100% of Holman Road Total)	10	ea	\$ 6,400	\$ 64,000	100%	
STRIPING & SIGNS (28% of Holman Road Total)						\$ 8,400
14. Striping & Signage	1	ls	\$ 30,000	\$ 8,400	28%	
MISCELLANEOUS						\$ 461,603
15. Monument Wells (100% of Holman Road Total)	5	ea	\$ 925	\$ 4,625	100%	
16. Erosion Control (100% of Holman Road Total)	1.72	ac	\$ 3,350	\$ 5,762	100%	
17. Traffic Signal at Eight Mile Rd/Holman Rd (100% of Holman Road Total)	1	ls	\$ 328,070	\$ 328,070	100%	
18. Civil Improvement Plans (28% of Holman Road Total)	1	ls	\$ 151,046	\$ 42,293	28%	
19. Construction Staking (28% of Holman Road Total)	1	ls	\$ 32,500	\$ 9,100	28%	
20. Plan Check Fees (28% of Holman Road Total)	1	ls	\$ 83,533	\$ 23,389	28%	
21. Inspection Fees (28% of Holman Road Total)	1	ls	\$ 142,249	\$ 39,830	28%	
22. Technology Fee (7.5% of Holman Road Fee Total)	1	ls	\$ 16,934	\$ 4,742	28%	
23. Community Rating System (CRS, 6% of Holman Road Fee Total)	1	ls	\$ 13,547	\$ 3,793	28%	
TOTAL						\$ 1,134,642
10% CONTINGENCY						\$ 113,464
GRAND TOTAL						\$ 1,248,106

Bridge Over Bear Creek

Item	Item Description	Contract Quantities			
		Quantity	Unit	Unit Price	Amount
1	Progress Schedule (CPM)	1.00	LS	\$ 2,000	\$ 2,000
2	Develop Water Supply	1.00	LS	\$ 5,000	\$ 5,000
3	Temporary Creek Diversion	1.00	LS	\$ 25,000	\$ 25,000
4	Job Site Management	1.00	LS	\$ 15,000	\$ 15,000
5	Prepare SWPPP	1.00	LS	\$ 2,500	\$ 2,500
6	Implement SWPPP BMPs and Erosion Control	1.00	LS	\$ 10,000	\$ 10,000
7	Water Sampling, Analysis, and Reporting	1.00	LS	\$ 3,500	\$ 3,500
8	Clearing and Grubbing	1.00	LS	\$ 5,000	\$ 5,000
9	Structure Excavation (Bridge (F))	1,299.00	CY	\$ 100	\$ 129,900
10	Structure Backfill (Bridge (F))	754.00	CY	\$ 100	\$ 75,400
11	Imported Borrow	1,143.00	CY	\$ 10	\$ 11,430
12	36" Cast In Drilled Hole Concrete Piling	2,905.00	LF	\$ 285	\$ 827,925
13	Prestressing Cast In Place Concrete	1.00	LS	\$ 265,000	\$ 265,000
14	Structural Concrete, Bridge Footing (F)	570.00	CY	\$ 600	\$ 342,000
15	Structural Concrete, Bridge (F)	483.00	CY	\$ 1,500	\$ 724,500
16	Structural Concrete, Bridge Polymer Fiber (F)	1,371.00	CY	\$ 867	\$ 1,188,657
17	Minor Concrete Median(F)	21.00	CY	\$ 800	\$ 16,800
18	Joint Seal MR=1	186.00	LF	\$ 60	\$ 11,160
19	Bar Reinforcing Steel (Bridge)(F)	525,009.00	LB	\$ 2	\$ 787,514
20	16"Welded Steel Pipe (0.250 Thick)	469.00	LF	\$ 250	\$ 117,250
21	28" Welded Steel Pipe (0.375 Thick)	235.00	LF	\$ 565	\$ 132,775
22	Concrete (Channel Lining)	475.00	CY	\$ 850	\$ 403,750
23	Miscellaneous Metal(Bridge) (F)	4,957.00	LB	\$ 7	\$ 34,699
24	Tubular Handrailing (F)	494.00	LF	\$ 175	\$ 86,450
25	Concrete Barrier (Type 732 SW Modified)(F)	494.00	LF	\$ 650	\$ 321,100
26	Ornamental Railing (F)	208.00	LF	\$ 395	\$ 82,160
27	Tubular Steel Fence (F)	208.00	LF	\$ 335	\$ 69,680
28	Mobilization	1.00	LS	\$ 600,000	\$ 600,000
TOTAL					\$ 6,296,150