

**FIRST AMENDMENT TO THE SERVICES AGREEMENT BETWEEN
THE VILLAGE OF OAK PARK AND PASSPORTPARKING, INC.**

THIS FIRST AMENDMENT TO THE SERVICES AGREEMENT dated January 22, 2014 is made and entered into as of this ____ day of _____, 2016 by the Village of Oak Park ("Village"), an Illinois home rule municipal corporation, and PassportParking, Inc. ("Passport"), a Delaware corporation authorized to conduct business in the State of Illinois.

WITNESSETH:

WHEREAS, the Parties entered into an Services Agreement dated January 22, 2014 ("Agreement"); and

WHEREAS, the Parties seek to amend the Agreement pursuant to this First Amendment as set forth herein.

NOW, THEREFORE, in consideration of the foregoing, and the mutual covenants and agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which is acknowledged by the Parties, the Parties hereto agree as follows:

Section 1. RECITALS INCORPORATED. The above recitals are incorporated herein as though fully set forth.

Section 2. AMENDMENT TO AGREEMENT. Section 2 ("Scope of Services") of the Agreement is amended by adding the underlined language to read as follows:

2. SCOPE OF SERVICES: Passport agrees to provide the services as set forth in its Proposal in order to provide the Village with an automated overnight pass parking system ("System"). Passport shall also provide the services set forth in Passport's "Oak Park Pass Project Proposal," attached hereto and incorporated herein by reference, at the rates set forth therein. In the event of any conflict or inconsistency between the terms set forth in the body of this and the terms set forth in Passport's Proposal and the Oak Park Pass Project Proposal, the terms set forth in this Agreement shall govern and control.

Section 3. OTHER PROVISIONS OF THE AGREEMENT TO REMAIN IN EFFECT. All other terms and conditions of the Agreement shall remain in full force and effect.

Section 4. COUNTERPARTS; FACSIMILE OR PDF SIGNATURES. This First Amendment may be executed in counterparts, each of which shall be considered an original and together shall be one and the same First Amendment. A facsimile or pdf/email copy of this First Amendment and any signatures thereon will be considered for all purposes as an original.

Section 5. BINDING AUTHORITY. The individuals executing this First Amendment on behalf of the Village and Passport represent that they have the legal power, right, and actual authority to bind their respective parties to the terms and conditions of this First Amendment.

Section 6. EFFECTIVE DATE. This First Amendment shall be deemed dated and become effective on the last date of its execution by one of the Parties hereto.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK –
EXECUTION PAGES FOLLOW]**

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be signed by their duly authorized representatives on the dates set forth below.

VILLAGE OF OAK PARK

PASSPORTPARKING, INC.

By: Cara Pavlicek
Its: Village Manager

By:
Its:

Date: _____, 2016

Date: _____, 2016

ATTEST

ATTEST

By: Teresa Powell
Its: Village Clerk

By:
Its: