

**AMENDMENT TO
PURCHASE OF SERVICE AGREEMENT**

THIS **AMENDMENT TO PURCHASE OF SERVICE AGREEMENT**, effective the 29th day of November, 2012, is made and entered into by and between **LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT**, an urban county government of the Commonwealth of Kentucky pursuant to Chapter 67A of the Kentucky Revised Statutes, 200 East Main Street, Lexington, Kentucky 40507 ("Lexington") **LEXINGTON DOWNTOWN DEVELOPMENT AUTHORITY, INC.** ("Organization"), with offices located at 101 East Vine Street, Suite 500 Lexington, Kentucky 40507.

WITNESSETH:

WHEREAS, the parties previously entered into a Purchase of Service Agreement dated July 10, 2012; and

WHEREAS, Lexington wants to retain Organization to provide additional services related to the creation of Downtown Design.

NOW, THEREFORE, in consideration of the foregoing and mutually agreed upon promises, conditions and covenants hereinafter set forth, Lexington and Organization agree as follows:

1. That in return for Lexington providing Organization with an additional amount of funding not to exceed Fifty Thousand Dollars (\$50,000.00), Organization shall deliver to Lexington final Downtown Design Guidelines by working in conjunction with the Urban County Council's Design Excellence Task

Force and hiring, as necessary, consultant(s) to assist with the creation of the guidelines and any related issues.

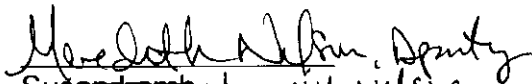
2. In all other respects, except as specifically modified herein, the terms of the original Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the duly authorized representatives of the parties have signed and executed this Amendment to Purchase of Service Agreement at Lexington, Kentucky the date and year first written above.


LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT

BY: 
JIM GRAY, MAYOR

ATTEST:

, Deputy
Susan Lamb, Meredith Nelson
Clerk of the Urban County Council, Deputy

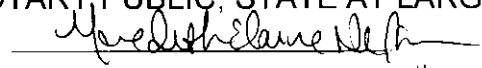
LEXINGTON DOWNTOWN DEVELOPMENT AUTHORITY, INC.

BY: 
JEFF FUGATE
PRESIDENT AND EXECUTIVE DIRECTOR

STATE OF KENTUCKY)
COUNTY OF FAYETTE)

Subscribed, sworn to and acknowledged before me by Jeff Fugate, as President and Executive Director of Lexington Downtown Development Authority, Inc., on this the 5th day of ~~November, 2012~~
January 2013

My commission expires: November 10, 2016
NOTARY PUBLIC, STATE AT LARGE,


476523