

**ADDITIONAL SERVICES AMENDMENT NO. 1 TO
AGREEMENT FOR PROFESSIONAL SERVICES**

This document constitutes the Additional Services Amendment No. 1 entered into as of the 31th day of December, 2009, to the Professional Services Agreement entered into as of the 5th day of September, 2008 by and between Marin General Services Authority hereinafter called "MGSA", Marin Telecommunications Authority hereinafter called "MTA", and Local Government Services Authority, hereinafter called "LGS". (See Exhibit A)

RECITALS

This Additional Services Amendment is entered into with reference to the following facts and circumstances:

- A. MGSA and MTA desire to amend the provisions of the Professional Services Agreement to extend the services of the Administrative Services Associate.
- B. LGS is desirous of these changes as well.

Based upon the foregoing Recitals the MGSA, MTA and LGS agree to the terms of additional services set forth in Exhibit A.

- C. All other terms and conditions of the Agreement and June 29, 2009 revised billing allocation of 30 percent to MGSA and 70 percent to MTA, shall remain in force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Additional Services Amendment to be executed on the date first above written by their respective officers duly authorized in that behalf.

Dated: _____

Dated: _____

Marin General Services Authority

Marin Telecommunications Authority

MGSA Executive Officer

MTA Executive Officer

Approved as to Form

Approved as to Form

MGSA General Counsel

MTA General Counsel

Dated: _____

Local Government Services Authority

LGS Executive Director

EXHIBIT A

The term of the agreement for services for the Administrative Services Associate shall be extended until December 31, 2010.