

**AMENDMENT NO. 13 TO AGREEMENT BETWEEN
SAN DIEGO SERVICE AUTHORITY FOR FREEWAY EMERGENCIES AND
TELETRAN TEK SERVICES, INC., A CALIFORNIA CORPORATION, FOR
ENGINEERING AND MANAGEMENT CONSULTANT SERVICES**

This Amendment to the TeleTran Tek Services agreement is made as of this 11th day of March 2010 by and between the San Diego Service Authority for Freeway Emergencies ("SAFE") and TeleTran Tek Services, Inc., a California corporation ("TeleTran Tek Services").

RECITALS

WHEREAS, SAFE and TeleTran Tek Services entered into an Agreement, dated September 16, 1994 ("Agreement") for technical assistance in the operation of the call box system in the San Diego area, and

WHEREAS, SAFE and TeleTran Tek Services have amended that Agreement twelve (12) times to extend the contract period and Statement of Work thereof, and

WHEREAS, the SAFE Board of Directors and TeleTran Tek Services desire to modify the terms of Amendment No. 12 and to have TeleTran Tek Services continue to provide management and staff services to the SAFE Board of Directors.

NOW, THEREFORE, in consideration of the mutual covenants, terms and conditions contained herein, the parties agree as follows:

- 1) The period of this Agreement per Amendment No. 12 includes the period July 1, 2007 through June 30, 2010. The parties hereby extend that period to include three additional years for the period July 1, 2010 through June 30, 2013. The parties may extend this Agreement upon such terms and conditions as may be mutually agreed at the time of such extension(s).
- 2) Per Amendment No. 11, TeleTran Tek Services was to be paid \$439,735 for the period July 1, 2009 through June 30, 2010 for the services described in

the Scope of Work included in Attachment A of Amendment 7, as modified in subsequent Amendments. That amount represented a 10% increase over the amount paid during Fiscal Year 2008/2009. Because of economic conditions facing most government agencies at the time of this Amendment No. 13, the parties agree as follows concerning compensation:

- a) For the period July 1, 2009 through June 30, 2010, the last Fiscal Year covered under Amendment No. 12, TeleTran Tek Services shall be paid the fixed fee of \$399,937, the same amount as included in Amendment No. 12 for FY 2008/2009. During the three year extension included in this Amendment No. 13 (July 1, 2010 through June 30, 2013), TeleTran Tek Services shall also be paid the fixed fee of \$399,937, as adjusted each Fiscal Year to reflect increases or decreases based upon the Consumer Price Index for All Urban Consumers – San Diego Area (April data). Such sums shall be payable in advance in one-twelfth (1/12) increments on the first business day of each month. This amount includes storage space rental.
- 3) All other terms of the Agreement, as it has been amended, shall remain in full force and effect.

DATED THIS 11th DAY OF MARCH 2010.

SAN DIEGO SERVICE AUTHORITY FOR FREEWAY EMERGENCIES

By: ANN KULCHIN
CHAIR

APPROVED AS TO FORM AND LEGALITY, John Sansone, County Counsel

By: RACHEL WITT
SAFE COUNSEL

TELETRAN TEK SERVICES, A CALIFORNIA CORPORATION

By: EDWARD S. CASTORIA
PRESIDENT