

Attachment J

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**AMENDMENT NO. 1
TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN COUNTY OF MONTEREY AND
DENISE DUFFY & ASSOCIATES, INC.**

THIS AMENDMENT NO. 1 to the Professional Services Agreement between the County of Monterey, a political subdivision of the State of California (hereinafter, "County") and Denise Duffy & Associates, Inc. (hereinafter, "CONTRACTOR") is hereby entered into between the County and the CONTRACTOR (collectively, the "Parties") as of the last date opposite the respective signatures below.

WHEREAS, CONTRACTOR entered into a Professional Services Agreement with County on May 1, 2013 (hereinafter, "Agreement"); and

WHEREAS, Task 1, Project Initiation and Scope Confirmation, Task 2, Data Collection and Technical Input, and Task 3, Carmel Lagoon Projects Conceptual Proposed Action have been completed for Phase 1 to provide a Programmatic Biological Assessment and Initial Study for projects located in the Carmel River Lagoon Area and Carmel River Lagoon Restoration and Management Plan for Phases 1 and 2 (hereinafter, "Project"); and

WHEREAS, additional time is required to allow CONTRACTOR to continue to provide tasks to complete the Project; and

WHEREAS, the Parties wish to amend the Agreement to extend the term to April 23, 2015 with no associated dollar amount increase to allow CONTRACTOR to continue to provide tasks identified in the Agreement.

NOW, THEREFORE, the Parties agree to amend the Agreement as follows:

1. Amend the first sentence of Paragraph 3, "Term of Agreement", to read as follows:

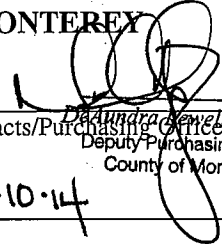
The term of this Agreement is from April 23, 2013 to April 23, 2015, unless sooner terminated pursuant to the terms of this Agreement.

2. All other terms and conditions of the Agreement remain unchanged and in full force.
3. This Amendment No. 1 shall be attached to the Agreement and incorporated therein as if fully set forth in the Agreement.

Amendment No. 1 to Professional Services Agreement
Denise Duffy & Associates, Inc.
Carmel River Lagoon Area Projects
RMA - Planning
Term: April 23, 2013 - April 23, 2015
Not to Exceed: \$353,100.00

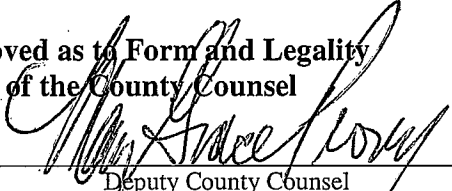
IN WITNESS WHEREOF, the Parties hereto have executed this Amendment No. 1 to the Agreement as of the last date opposite the respective signatures below:

COUNTY OF MONTEREY

By: 
Contracts/Purchasing Officer, MBA
Deputy Purchasing Agent
County of Monterey

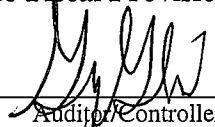
Date: 4.10.14

**Approved as to Form and Legality
Office of the County Counsel**

By: 
Deputy County Counsel

Date: 4-8-2014

Approved as to Fiscal Provisions

By: 
Auditor/Controller

Date: 4-3-14

Approved as to Indemnity, Insurance Provisions

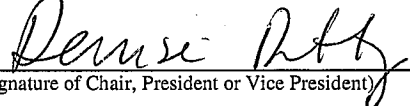
By: _____
Risk Management

Date: _____

*INSTRUCTIONS: IF CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. IF CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any, and shall personally sign the Agreement.

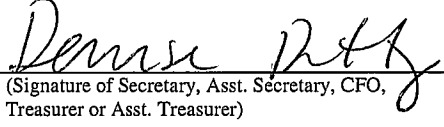
CONTRACTOR*

Denise Duffy & Associates, Inc.
Contractor's Business Name

By: 
(Signature of Chair, President or Vice President)

Its: Denise Duffy, President
(Printed Name and Title)

Date: 4/2/14

By: 
(Signature of Secretary, Asst. Secretary, CFO, Treasurer or Asst. Treasurer)

Its: Denise Duffy, Secretary
(Printed Name and Title)

Date: 4/2/14

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