

INTERAGENCY AGREEMENT

BETWEEN

**STATE OF WASHINGTON
DEPARTMENT OF TRANSPORTATION**

AND

TRANSPORTATION IMPROVEMENT BOARD

AGREEMENT NUMBER GCA 4228 AMENDMENT NO.2

This AMENDMENT NO. 2 is made and entered into by and between the state of Washington, Department of Transportation, hereafter the "WSDOT," and the Transportation Improvement Board, hereinafter the "TIB."

WHEREAS, the PARTIES entered into the original AGREEMENT, GCA 4228 on November 1, 2004 as a cooperative agreement to include small city paving projects into the WSDOT's paving projects to make the cost of the city paving projects more cost effective, and

WHEREAS, pursuant to Section 2.1 of the original AGREEMENT, it was amended on December 13, 2006 which extended the termination date to June 30, 2008, and

WHEREAS, both parties wish to continue this program,

NOW, THEREFORE, pursuant to RCW 47.28.140 and in consideration of the terms, conditions, covenants, and performances contained herein, or attached and incorporated and made a part hereof,

IT IS MUTUALLY AGREED AS FOLLOWS:

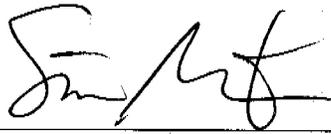
1.0 The original AGREEMENT, GCA 4228 is hereby amended to extend the termination date to June 30, 2009.

2.0 Section 11, NOTICES, to the original AGREEMENT is hereby revised to change Section 11.1, NOTICES TO WSDOT from "Mike Horton," to "Scott Zeller, Engineering Services Manager."

3.0 All other terms and conditions of the original AGREEMENT shall remain in full force and effect except as modified by this AMENDMENT NO. 2.

IN WITNESS THEREOF, the PARTIES hereto have executed this AGREEMENT as of the date last below written:

TRANSPORTATION
IMPROVEMENT BOARD

By: 
STEVE GORCESTER
EXECUTIVE DIRECTOR

Date: 01/29/2008

APPROVED AS TO FORM:

By: 
Elizabeth Thompson-Lagerberg, AAG
COUNSEL TO TIB

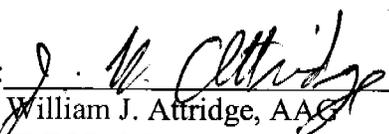
Date: January 15, 2008

STATE OF WASHINGTON
DEPARTMENT OF TRANSPORTATION

By: 
DON NELSON
DEPUTY CHIEF ENGINEER
ENVIROMENTAL AND
ENGINEERING PROGRAMS

Date: 2-01-08

APPROVED AS TO FORM:

By: 
William J. Attridge, AAG
SENIOR COUNSEL TO WSDOT

Date: January 14, 2008