

**FIRST AMENDMENT TO INTERLOCAL AGREEMENT BETWEEN
WILLIAMSON COUNTY AND THE CITY OF TAYLOR, TEXAS REGARDING
THE RECONSTRUCTION OF BUSINESS 79 IN TAYLOR, TEXAS**


Whereas, on the 22nd day of July, 2008, the City of Taylor, Texas (the "City") and Williamson County (the "County") entered into an Interlocal Agreement (the "Agreement") regarding the reconstruction of Business 79 in Taylor, and

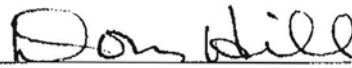
Whereas, the parties desire to clarify certain terms and conditions in said Agreement,

Now therefore, the parties agree as follows:

1. All terms and conditions of the Agreement, except as amended herein, remain in full force and effect.
2. The County is and remains responsible for the cost of design, easement acquisition, utility relocation and construction, of the Project as defined in the Agreement, up to \$14,200,000.
3. The City is and remains responsible for all City Obligations as stated in the Agreement, plus all costs over and above \$14,200,000.
4. The County will reimburse the City for all costs incurred by the City on behalf of the County related to easement acquisition and utility relocations.

Approved this 27th day of October, 2011.


DAN A. GATTIS
County Judge


Don Hill
Mayor, Taylor, Texas