

**AMENDMENT No. 1 TO
AGREEMENT FOR PROFESSIONAL SERVICES**

This Amendment No. 1 (“Amendment No. 1”) is effective as of December 31, 2016 (the “Amendment Effective Date”) and entered into by and between the **ULSTER COUNTY ECONOMIC DEVELOPMENT ALLIANCE, INC.**, a local development corporation formed under the laws of the State of New York, with offices at 244 Fair Street, Kingston, New York 12401 (the “**UCEDA**”), and **MID-HUDSON PATTERN FOR PROGRESS, INC.**, a not-for-profit corporation with principal offices at 3 Washington Center, Newburgh, New York 12550 (the “**Firm**”), (each, a “**Party**,” together, the “**Parties**”).

RECITALS

WHEREAS, UCEDA and the Firm entered into an Agreement (hereinafter referred to as the “Agreement”), wherein the Firm agreed to provide research, analysis, administration and grant writing services related to the Ellenville Million Program; and

WHEREAS, the Firm requires additional time to complete the Program; and

WHEREAS, UCEDA and the Firm have agreed to amend the terms and conditions of the Agreement to extend the Term, as indicated below.

NOW, THEREFORE, in consideration of the mutual promises set forth herein, the Parties agree as follows:

AGREEMENT

1. ARTICLE 2 – TERM OF AGREEMENT. Article 2 of the Agreement is hereby deleted in its entirety and is amended and restated to read as follows:

“The Firm agrees to perform the services **beginning December 15, 2015 and ending June 30, 2018.**”

2. Capitalized terms used but not defined herein shall have the meanings set forth in the Agreement.
3. Except as expressly set forth herein, the terms and conditions of the Agreement shall continue in full force and effect.
4. In the event of a conflict between the Agreement and this Amendment No. 1, the terms and conditions of this Amendment No. 1 shall control.

IN WITNESS WHEREOF, the Parties have caused their duly authorized representatives to enter into this Amendment No. 1, effective as of the Amendment Effective Date.

ULSTER COUNTY ECONOMIC DEVELOPMENT
ALLIANCE, INC.

MID-HUDSON VALLEY PATTERN FOR
PROGRESS, INC.

By: _____
NAME: Suzanne Holt
TITLE: President & CEO
DATE: _____

By: _____
NAME:
TITLE:
DATE: _____