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**AMENDMENT NO. 2
TO THE AGREEMENT WITH
PROLIFIC HOLDING, INC. FOR
WORK CLOTHING**

This Amendment is entered into this 1st day of October 2013, by and between the City of Milpitas, a municipal corporation of the State of California (hereafter referred to as "CITY") and **Prolific Holding, Inc**, a California corporation (hereafter referred to as "CONTRACTOR").

RECITALS

WHEREAS, the parties entered into an Agreement entitled "Clothing Requirements" on October 7, 2009 ("Agreement") for annual purchase of Public Works employee uniforms. This is a one year contract with three one year renewal options for a total of four years. The total first year contract amount was Seventeen Thousand Four Hundred and Seventy-Five dollars and Two cents (\$17,475.02); and

WHEREAS, the parties entered into Amendment No.1 to the Agreement on October 3, 2011 to provide a one time increase of Two thousand Eight Hundred and One dollars and Sixty-Six cents (\$2,801.66) for a total four year contract amount of Seventy-Two Thousand Seven Hundred and One dollars and Eighty-Two cents (\$72,701.82); and

WHEREAS the parties desire to amend the Agreement to extend the contract for one additional year from October 8, 2013 to October 7, 2014 and to increase the total contract amount by the Not-To-Exceed amount of \$13,000.

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

1. Page 7, TERM OF CONTRACT, is amended to read as follows:

"Shall be for one year with four one year options to renew. The prices quoted for the items listed shall not change during the initial contract term. However, the vendor may request and the City may allow, subject to budgeted appropriations, a price increase on the anniversary of each renewal. Requests for price increase shall not exceed the annual change in the Consumer Price Index (CPI-U) for All Urban Consumers, San Francisco, Oakland, and San Jose Average."

2. City agrees to pay to contractor for the period October 8, 2013 to October 7, 2014 the total contract amount of Eighty-Five Thousand Seven Hundred and One dollars and Eight-Two cents (\$85,701.82 for all uniforms purchased under this agreement.
3. All other provisions of the Agreement not amended by this Amendment No. 2 shall remain in full force and effect.

This Amendment is executed as of the date written above.

APPROVED BY:

CITY OF MILPITAS

PROLIFIC HOLDINGS, INC.

Thomas C. Williams, City Manager

Authorized Representative

Name and Title of Auth. Representative

Approved As To Form:

Michael J. Ogaz, City Attorney

Approved As To Content:

Jeff Moneda, Public Works Director/
City Engineer