

**THIRD AMENDMENT TO  
PROFESSIONAL SERVICES AGREEMENT**

**BETWEEN THE CITY OF CORONA  
AND  
USA SHADE & FABRIC STRUCTURES  
(SHADE STRUCTURE DESIGN SERVICES AND PURCHASE – SHADE  
INSTALLATION AT PARK PLAYGROUNDS PROJECT)**

**1. PARTIES AND DATE.**

This Third Amendment to the Professional Services Agreement (“Third Amendment”) is made and entered into this \_\_\_\_\_ day of \_\_\_\_\_, 2024 by and between the City of Corona (“City”) and USA Shade & Fabric Structures, a Delaware corporation (“Consultant”). City and Consultant are sometimes individually referred to as “Party” and collectively as “Parties” in this Third Amendment.

**2. RECITALS.**

2.1 Agreement. City and Consultant entered into that certain Professional Services Agreement dated on or about May 4, 2022 (“Agreement”), whereby Consultant agreed to provide shade structure design and equipment services.

2.2 Prior Amendments. City and Consultant entered into that certain First Amendment to the Professional Services Agreement on or about January 25, 2023 (“First Amendment”). City and Consultant entered into that certain Second Amendment to the Professional Services Agreement on or about June 6, 2023 (“Second Amendment”).

2.3 Amendment. City and Consultant desire to amend the Agreement for the third time to (1) amend the scope of services to add shade structures for Santana and Cresta Verde Parks; (2) increase the Consultant’s compensation to account for the added services; and (3) replace two exhibits.

**3. TERMS.**

3.1 Rates & Total Compensation. Section 3.3.1 (Rates & Total Compensation) and Exhibit “C-2” (Compensation) of the Agreement, as amended by the Second Amendment, are hereby deleted in their entirety and replaced with the following:

“3.3.1 Rates & Total Compensation. Consultant shall receive compensation, including authorized reimbursements, for all Services rendered under this Agreement at the rates set forth in Exhibit “C-3” attached hereto and incorporated herein by reference. The total compensation, including authorized reimbursements, shall not exceed Two Hundred Thirty-eight Thousand Five Hundred Thirty-eight Dollars (\$238,538.00) (“Total Compensation”), without written

approval of City's Representative. Extra Work may be authorized, as described below, and if authorized, will be compensated at the rates and manner set forth in this Agreement."

3.2 Exhibit "A-3". Exhibit "A-2" (Scope of Services) of the Agreement, as amended by the Second Amendment, is hereby deleted in its entirety and replaced with Exhibit "A-3" (Scope of Services) attached hereto and incorporated herein by reference.

3.3 Continuing Effect of Agreement. Except as amended by this Third Amendment, all provisions of the Agreement shall remain unchanged and in full force and effect. From and after the date of this Third Amendment, whenever the term "Agreement" appears in the Agreement, it shall mean the Agreement as amended by this Third Amendment.

3.4 Adequate Consideration. The Parties hereto irrevocably stipulate and agree that they have each received adequate and independent consideration for the performance of the obligations they have undertaken pursuant to this Third Amendment.

3.5 Counterparts. This Third Amendment may be executed in duplicate originals, each of which is deemed to be an original, but when taken together shall constitute but one and the same instrument.

**[SIGNATURES ON FOLLOWING PAGE]**

**CITY'S SIGNATURE PAGE FOR  
THIRD AMENDMENT TO  
PROFESSIONAL SERVICES AGREEMENT**

**BETWEEN THE CITY OF CORONA  
AND  
USA SHADE & FABRIC STRUCTURES  
(SHADE STRUCTURE DESIGN SERVICES AND PURCHASE – SHADE  
INSTALLATION AT PARK PLAYGROUNDS PROJECT)**

IN WITNESS WHEREOF, the Parties have entered into this Third Amendment to Professional Services Agreement as of the date noted on the first page of the Amendment.

**CITY OF CORONA**

By: Savat Khamphou  
Savat Khamphou  
Public Works Director

Reviewed By:  
Kenny T. Nguyen  
Kenny Nguyen  
CIP Manager/Assistant City Engineer

Reviewed By:  
Tracy Martin  
Tracy Martin  
Senior Project Manager


Reviewed By:  
DocuSigned by:  
Yasmin Lopez  
F8EFBE3136B4492...  
Yasmin Lopez  
Purchasing Manager

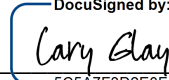
Attest:  
  
Sylvia Edwards, City Clerk  
Sylvia Edwards, City Clerk  
City of Corona, California

**CONSULTANT'S SIGNATURE PAGE FOR  
THIRD AMENDMENT TO  
PROFESSIONAL SERVICES AGREEMENT**

**BETWEEN THE CITY OF CORONA  
AND  
USA SHADE & FABRIC STRUCTURES  
(SHADE STRUCTURE DESIGN SERVICES AND PURCHASE – SHADE  
INSTALLATION AT PARK PLAYGROUNDS PROJECT)**

**USA SHADE & FABRIC STRUCTURES**  
a Delaware corporation

By:   
C6CB643AA754412...  
Rob Blakley  
Senior Vice President


By:   
5C5A7F3D2E0F4AA...  
Cary Glay  
Vice President/CFO

## EXHIBIT "A-3" SCOPE OF SERVICES

Consultant promises and agrees to furnish to the City all labor, materials, tools, equipment, services, and incidental and customary work necessary to fully and adequately supply the professional shade structure consulting services necessary for the Project. The Services are more particularly described herein.

Provide fabric shade structures including, but not limited, to design and engineering services for Mountain Gate, Lincoln and Santana Park playgrounds pursuant to the following:

### MOUNTAIN GATE PARK

Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	USA Shade
	Unit Type:	Super Span Hip Multi-Panel	Grout Installation	Not Applicable
	Structure Size:	55x55	Footing Type:	Drilled Pier
	USA Shade Model Number	424.1	Base Attachment:	PIH - Embed
	Entry Height:	14	Anchor Bolts:	N/A
	No. of Columns:	4	Concrete Cutting:	N/A
	No. of Fabric Tops:	4	Dirt Removal:	Included
	Fabric Type:	Colourshade_FR	Surface Type:	
	Fabric Color:	TBD	<b>NOTES</b>	
	Steel Finish:	Powder Coated	\$53,588.00- 10% for Sourcewell list price. Unit Only	
	Steel Color:	TBD		
	Electrical Provisions:	N/A		
Cable/HDW Finish:	Galvanized			
<b>PRICE</b>	Concept No:			
<b>\$48,230.00</b>				

ENGINEERING REQUIREMENTS		NOTES
Building Code	CBC 2019	
Wind Load	115 mph	
Snow Load	5 psf	
Drawing Size	Electronic	
No. of Sealed Drawings	Electronic	
Calculations Required	Electronic	

INCLUSIONS / EXCLUSIONS					
INCLUDED	EXCLUDED	ENGINEERING REQUIREMENTS	INCLUDED	EXCLUDED	INSTALLATION - MISCELLANEOUS
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Sealed Drawings & Calculations	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Prevailing Wage / Certified Payroll
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Submittal	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Union Wages
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Fee	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Fencing
<input type="checkbox"/>	<input checked="" type="checkbox"/>	DSA Submittal & Fees	<input type="checkbox"/>	<input checked="" type="checkbox"/>	water and Electrical
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Structure	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Landscape Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Foundation	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Demolition (Existing Structures)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Reactions and Loads for attachment to Walls, Rooftops, or Other	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Payment and Performance Bonds
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Foundation Location and Elevation Survey	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Special Inspection Fees

**ADD SERVICE 1 – CRESTA VERDE PARK:**

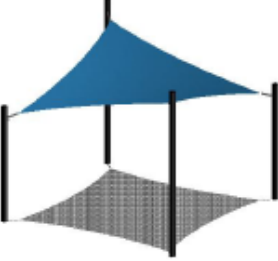
Provide Engineered Drawings for Cresta Verde Park shade structure.

ENGINEERING- REQUIREMENTS		NOTES
Building-Code	CBC-2019	<b>Engineering-Only</b>
Wind-Load	110-mph	
Snow-Load	5-psf	
Drawing-Size	Electronic	
No.-of-Sealed-Drawings	Electronic	
Calculations-Required	Electronic	

INCLUSIONS-/EXCLUSIONS					
INCLUDED	EXCLUDED	ENGINEERING- REQUIREMENTS	INCLUDED	EXCLUDED	INSTALLATION- -- MISCELLANEOUS
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Sealed-Drawings-&-Calculations	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Prevailing-Wage-/Certified-Payroll
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit-Submittal	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Union-Wages
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit-Fees	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Fencing
<input type="checkbox"/>	<input checked="" type="checkbox"/>	DSA-Submittal-&-Fees	<input type="checkbox"/>	<input checked="" type="checkbox"/>	water-and-Electrical
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design-and-Engineering-of-Structure	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Landscape-Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design-and-Engineering-of-Foundation	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Demolition-(Existing-Structures)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Reactions-and-Loads-for-attachment-to-Walls, Rooftops, or-Other	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Payment-and-Performance-Bonds
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Foundation-Location-and-Elevation-Survey	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Special-Inspection-Fees

**ADD SERVICE 2 – SANTANA PARK:**

Remove Shade Structure 1 and Shade Structure 2 from Scope of Services. Consultant to provide Engineering Drawings only.

Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	Not Applicable
	Unit Type:	4-Point Hypar Sail	Grout Installation	Not Applicable
	Structure Size:	41'-10"x41'-10"x27'-8"x28'-4"	Footing Type:	
	USA Shade Model Number	418.1	Base Attachment:	Not Applicable
	Entry Height:	12x17	Anchor Bolts:	Not Applicable
	No of Columns:	4	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Extreme_32	Surface Type:	
	Fabric Color:	Royal Blue	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Engineering Only	
	Steel Color:	TBD		
	Electrical Provisions:	N/A		
	Cable/HDW Finish:	Galvanized		
Concept No:				
<b>PRICE</b>				
See Page 4				
Structure 2				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	Not Applicable
	Unit Type:	Custom 1	Grout Installation	Not Applicable
	Structure Size:	51'-3"x44'-4"x44'-4"x34'-4"x22'x22'	Footing Type:	Not Applicable
	USA Shade Model Number		Base Attachment:	Not Applicable
	Entry Height:	12x17	Anchor Bolts:	Not Applicable
	No of Columns:	6	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Extreme_32	Surface Type:	Not Applicable
	Fabric Color:	Royal Blue	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Engineering only	
	Steel Color:	Beige		
	Electrical Provisions:	N/A		
	Cable/HDW Finish:	Galvanized		
Concept No:				
<b>PRICE</b>				
See Page 4				

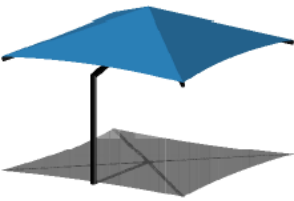


ENGINEERING REQUIREMENTS		NOTES
Building Code	CBC 2019	<b>Sourcewell Contract #010521 LTS Playpower Engineering Only</b>
Wind Load	115 mph	
Snow Load	5 psf	
Drawing Size	Electronic	
No. of Sealed Drawings	Electronic	
Calculations Required	Electronic	

INCLUSIONS / EXCLUSIONS					
INCLUDED	EXCLUDED	ENGINEERING REQUIREMENTS	INCLUDED	EXCLUDED	INSTALLATION - MISCELLANEOUS
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Sealed Drawings & Calculations	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Prevailing Wage / Certified Payroll
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Submittal	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Union Wages
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Fee	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Fencing
<input type="checkbox"/>	<input checked="" type="checkbox"/>	DSA Submittal & Fees	<input type="checkbox"/>	<input checked="" type="checkbox"/>	water and Electrical
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Structure	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Landscape Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Foundation	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Demolition (Existing Structures)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Reactions and Loads for attachment to Walls, Rooftops, or Other	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Payment and Performance Bonds
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Foundation Location and Elevation Survey	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Special Inspection Fees

**ADD SERVICE 2 – LINCOLN PARK:**

Replace two (2) each 14 x 14 shade structures with two (2) each 20 x 20 shade structures per the following:

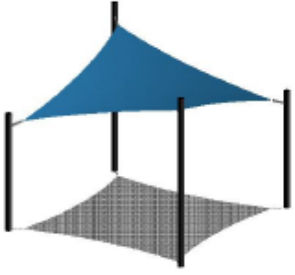
Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	2	Foundations By	Not Applicable
	Unit Type:	Single Post Pyramid Cantilever	Grout Installation	Not Applicable
	Structure Size:	20x20	Footing Type:	Not Applicable
	USA Shade Model Number	124.1	Base Attachment:	Not Applicable
	Entry Height:	10	Anchor Bolts:	Not Applicable
	No of Columns:	1	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Colourshade_FR	Surface Type:	
	Fabric Color:	TBD	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Line item 1095 List Price \$9,257 -3% = \$8,979.29 (2) Units Only Sourcewell pricing	
Steel Color:	TBD			
Electrical Provisions:	N/A			
Cable/HDW Finish:	Galvanized			
<b>PRICE</b>				
<b>\$17,958.58</b>	Concept No:			

ENGINEERING REQUIREMENTS		NOTES
Building Code	CBC 2019	
Wind Load	115 mph	
Snow Load	5 psf	
Drawing Size	Electronic	
No. of Sealed Drawings	Electronic	
Calculations Required	Electronic	

INCLUSIONS / EXCLUSIONS					
INCLUDED	EXCLUDED	ENGINEERING REQUIREMENTS	INCLUDED	EXCLUDED	INSTALLATION - MISCELLANEOUS
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Sealed Drawings & Calculations	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Prevailing Wage / Certified Payroll
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Submittal	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Union Wages
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Fee	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Fencing
<input type="checkbox"/>	<input checked="" type="checkbox"/>	DSA Submittal & Fees	<input type="checkbox"/>	<input checked="" type="checkbox"/>	water and Electrical
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Structure	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Landscape Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Foundation	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Demolition (Existing Structures)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Reactions and Loads for attachment to Walls, Rooftops, or Other	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Payment and Performance Bonds
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Foundation Location and Elevation Survey	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Special Inspection Fees

**ADD SERVICE 3 – SANTANA PARK:**

Add Shade Structures 1 and 2 (Engineering Drawings previously accounted for under Add Service 2)

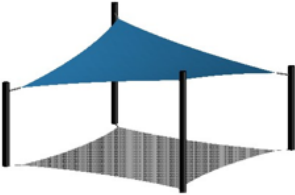
Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	Not Applicable
	Unit Type:	4-Point Hypar Sail	Grout Installation	Not Applicable
	Structure Size:	41'-10"x41'-10"x27'-8"x28'-4"	Footing Type:	
	USA Shade Model Number	418.1	Base Attachment:	Not Applicable
	Entry Height:	12x17	Anchor Bolts:	Not Applicable
	No of Columns:	4	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Extreme_32	Surface Type:	
	Fabric Color:	Royal Blue	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Unit Only	
	Steel Color:	TBD		
	Electrical Provisions:	N/A		
	<b>PRICE</b>	Cable/HDW Finish:	Galvanized	
See Page 4	Concept No:			
Structure 2				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	Not Applicable
	Unit Type:	Custom 1	Grout Installation	Not Applicable
	Structure Size:	51'-3"x44'-4"x44'-4"x34'-4"x22"x22'	Footing Type:	Not Applicable
	USA Shade Model Number		Base Attachment:	Not Applicable
	Entry Height:	12x17	Anchor Bolts:	Not Applicable
	No of Columns:	6	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Extreme_32	Surface Type:	Not Applicable
	Fabric Color:	Royal Blue	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Unit only Joined hypar sails	
	Steel Color:	Beige		
	Electrical Provisions:	N/A		
	<b>PRICE</b>	Cable/HDW Finish:	Galvanized	
See Page 4	Concept No:			

ENGINEERING REQUIREMENTS		NOTES
Building Code	CBC 2019	<b>Sourcewell Contract #010521 LTS Playpower Custom units \$91,596.38 - 10% Discount = \$82,436.75</b>
Wind Load	115 mph	
Snow Load	5 psf	
Drawing Size	Electronic	
No. of Sealed Drawings	Electronic	
Calculations Required	Electronic	

INCLUSIONS / EXCLUSIONS					
INCLUDED	EXCLUDED	ENGINEERING REQUIREMENTS	INCLUDED	EXCLUDED	INSTALLATION - MISCELLANEOUS
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Sealed Drawings & Calculations	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Prevailing Wage / Certified Payroll
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Submittal	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Union Wages
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Fee	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Fencing
<input type="checkbox"/>	<input checked="" type="checkbox"/>	DSA Submittal & Fees	<input type="checkbox"/>	<input checked="" type="checkbox"/>	water and Electrical
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Structure	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Landscape Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Foundation	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Demolition (Existing Structures)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Reactions and Loads for attachment to Walls, Rooftops, or Other	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Payment and Performance Bonds
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Foundation Location and Elevation Survey	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Special Inspection Fees

**ADD SERVICE 3 – CRESTA VERDE PARK**

Add Shade Structure 1 (Engineering Drawings previously accounted for under Add Service 2)

Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	2	Foundations By	Not Applicable
	Unit Type:	4-Point <u>Hypar</u> Sail	Grout Installation	Not Applicable
	Structure Size:	See Notes	Footing Type:	Drilled Pier
	USA Shade Model Number	418.1	Base Attachment:	PIH - Embed
	Entry Height:	See Notes	Anchor Bolts:	N/A
	No of Columns:	7	Concrete Cutting:	N/A
	No of Fabric Tops:	2	Dirt Removal:	N/A
	Fabric Type:	<u>Colourshade FR</u>	Surface Type:	
	Fabric Color:	TBD	<b>NOTES</b>	
	Steel Finish:	Powder Coated	<u>Sourcewell</u> Contract \$40918.44 - 6%=-	
Steel Color:	TBD			
Electrical Provisions:	N/A			
Cable/HDW Finish:	Galvanized			
<b>PRICE</b>	<b>\$38,463.33</b>	Concept No:		

ENGINEERING REQUIREMENTS		NOTES
Building Code	CBC 2019	
Wind Load	110 mph	
Snow Load	5 psf	
Drawing Size	Electronic	
No. of Sealed Drawings	Electronic	
Calculations Required	Electronic	

INCLUSIONS / EXCLUSIONS					
INCLUDED	EXCLUDED	ENGINEERING REQUIREMENTS	INCLUDED	EXCLUDED	INSTALLATION - MISCELLANEOUS
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Sealed Drawings & Calculations	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Prevailing Wage / Certified Payroll
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Submittal	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Union Wages
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Fee	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Fencing
<input type="checkbox"/>	<input checked="" type="checkbox"/>	DSA Submittal & Fees	<input type="checkbox"/>	<input checked="" type="checkbox"/>	water and Electrical
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Structure	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Landscape Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Foundation	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Demolition (Existing Structures)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Reactions and <u>Loads</u> for attachment to Walls, Rooftops, or Other	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Payment and Performance Bonds
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Foundation Location and Elevation Survey	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Special Inspection Fees

## EXHIBIT "C-3" COMPENSATION

Consultant shall receive compensation, including authorized reimbursements, for all Services rendered under this Agreement at the rates set forth in this Exhibit "C-3".

Total Compensation shall not exceed Two Hundred Thirty-eight Thousand Five Hundred Thirty-eight Dollars (\$238,538.00) without prior written authorization from City's Representative.

### MOUNTAIN GATE PARK

Total Cost Including Shade Structure, all Accessories/Miscellaneous, Shipping/Handling, Engineered Drawings and Corona Sales Tax: \$64,110.92

Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	USA Shade
	Unit Type:	Super Span Hip Multi-Panel	Grout Installation	Not Applicable
	Structure Size:	55x55	Footing Type:	Drilled Pier
	USA Shade Model Number	424.1	Base Attachment:	PIH - Embed
	Entry Height:	14	Anchor Bolts:	N/A
	No. of Columns:	4	Concrete Cutting:	N/A
	No. of Fabric Tops:	4	Dirt Removal:	Included
	Fabric Type:	Colourshade_FR	Surface Type:	
	Fabric Color:	TBD	<b>NOTES</b>	
	Steel Finish:	Powder Coated	\$53,588.00- 10% for Sourcewell list price. Unit Only	
	Steel Color:	TBD		
	Electrical Provisions:	N/A		
Cable/HDW Finish:	Galvanized			
Concept No:				
<b>PRICE</b>				
<b>\$48,230.00</b>				

PRICING TOTALS:	
Unit Total	Included
Accessories/Miscellaneous	Included
Shipping/Handling	Included
<b>SUBTOTAL</b>	
Sales Tax (8.75%)	Included
Engineering	Included
Installation	N/A
<b>TOTAL PRICE</b>	<b>\$ 64,110.92</b>

PAYMENT TERMS:	
(1) Upon execution of the Agreement (Deposit)	
(2) Upon delivery of Unit(s)	
(3) Upon completion of assembly/installation	
(4) Other (specify):	
<b>NOTES:</b>	

USA SHADE reserves the right to implement a surcharge for significant increases in raw materials, including the following, but not limited to: fuel, steel, fabric, and concrete. Proposal pricing is only valid for 1 year due to the fluctuation in pricing. Due to recent significant increases experienced in raw steel and fabric materials, it may be necessary to order, invoice, and receive payments for steel and fabric as soon as final sizing can be determined.

**ADD SERVICE 1 – CRESTA VERDE PARK:**

Total Cost for Engineered Drawings \$2,145,00

<b>PRICINGTOTALS:</b>	
Unit Total	<b>Engineering Only</b>
Sourcewell Discount	<b>Engineering Only</b>
Shipping/Handling *subject to market fluctuation	<b>Engineering Only</b>
<b>SUBTOTAL</b>	<b>Engineering Only</b>
Sales Tax (%)	<b>Engineering Only</b>
Engineering	<b>\$2,145.00</b>
Installation	<b>Engineering Only</b>

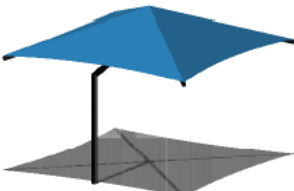
**ADD SERVICE 2 – SANTANA PARK:**

Total Cost for Engineering Drawings \$3,500

<b>PRICING TOTALS:</b>	
Unit-Total:	N/A
Accessories/Miscellaneous:	
Shipping/Handling:	N/A
<b>SUBTOTAL:</b>	
Sales-Tax-(8.75%):	N/A
Engineering:	\$ → 3,500.00
Installation:	N/A
<b>TOTAL-PRICE:</b>	<b>\$ → 3,500.00</b>

**ADD SERVICE 2 - LINCOLN PARK:**

Total Cost Including Shade Structure, all Accessories/Miscellaneous, Shipping/Handling, Engineered Drawings and Corona Sales Tax: \$21,445.58

<b>Structure 1</b>				
<b>UNIT IMAGE</b>	<b>UNIT DETAILS</b>			
	Unit Quantity:	2	Foundations By:	Not Applicable
	Unit Type:	Single Post Pyramid Cantilever	Grout Installation:	Not Applicable
	Structure Size:	20x20	Footing Type:	Not Applicable
	USA Shade Model Number:	124.1	Base Attachment:	Not Applicable
	Entry Height:	10	Anchor Bolts:	Not Applicable
	No of Columns:	1	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Colourshade_FR	Surface Type:	
	Fabric Color:	TBD	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Line item 1095 List Price \$9,257 -3% = \$8,979.29 (2) Units Only Sourcwell pricing	
	Steel Color:	TBD		
	Electrical Provisions:	N/A		
<b>PRICE</b>	Cable/HDW Finish:	Galvanized		
<b>\$17,958.58</b>	Concept No:			

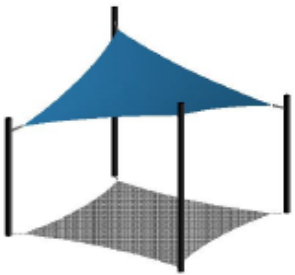


PRICING TOTALS:	
Unit-Total	\$17,958.58
Accessories/Miscellaneous	N/A
Shipping/Handling	\$ → 750.00
<b>SUBTOTAL</b>	<b>\$18,708.58</b>
Sales-Tax (8.75%)	\$ → 1,637.00
Engineering	\$ → 1,100.00
Installation	N/A
<b>TOTAL PRICE</b>	<b>\$ → 21,445.58</b>

PAYMENT TERMS:	
(1) Upon execution of the Agreement (Deposit)	<input type="checkbox"/>
(2) Upon delivery of Unit(s)	<input type="checkbox"/>
(3) Upon completion of assembly/installation	<input type="checkbox"/>
(4) Other (specify):	<input type="checkbox"/>
NOTES:	
<input type="checkbox"/>	

**ADD SERVICE 3 – SANTANA PARK:**

Total Cost, including Shade Structures 1 and 2, all Accessories/Miscellaneous, Shipping/Handling, Engineered Drawings and Corona Sales Tax: \$96,174.07 (\$99,674.97 less \$3,500 Engineering costs previously accounted for under Add Service 2)

Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	Not Applicable
	Unit Type:	4-Point Hypar Sail	Grout Installation	Not Applicable
	Structure Size:	41'-10"x41'-10"x27'-8"x28'-4"	Footing Type:	
	USA Shade Model Number	418.1	Base Attachment:	Not Applicable
	Entry Height:	12x17	Anchor Bolts:	Not Applicable
	No of Columns:	4	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Extreme_32	Surface Type:	
	Fabric Color:	Royal Blue	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Unit Only	
	Steel Color:	TBD		
	Electrical Provisions:	N/A		
	<b>PRICE</b>	Cable/HDW Finish:	Galvanized	
See Page 4	Concept No:			
Structure 2				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	Not Applicable
	Unit Type:	Custom 1	Grout Installation	Not Applicable
	Structure Size:	51'-3"x44'-4"x44'-4"x34'-4"x22"x22'	Footing Type:	Not Applicable
	USA Shade Model Number		Base Attachment:	Not Applicable
	Entry Height:	12x17	Anchor Bolts:	Not Applicable
	No of Columns:	6	Concrete Cutting:	Not Applicable
	No of Fabric Tops:	1	Dirt Removal:	Not Applicable
	Fabric Type:	Extreme_32	Surface Type:	Not Applicable
	Fabric Color:	Royal Blue	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Unit only Joined hypar sails	
	Steel Color:	Beige		
	Electrical Provisions:	N/A		
	<b>PRICE</b>	Cable/HDW Finish:	Galvanized	
See Page 4	Concept No:			

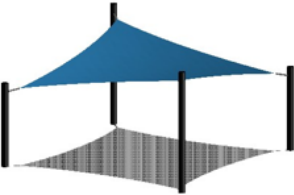
PRICING TOTALS:	
Unit Total	\$ 82,436.75
Accessories/Miscellaneous	
Shipping/Handling	\$ 6,000.00
<b>SUBTOTAL</b>	<b>\$ 88,436.75</b>
Sales Tax (8.75%)	\$ 7,738.21
Engineering	\$ 3,500.00
Installation	N/A
<b>TOTAL PRICE</b>	<b>\$ 99,674.97</b>

PAYMENT TERMS:	
(1) Upon execution of the Agreement (Deposit)	
(2) Upon delivery of Unit(s)	
(3) Upon completion of assembly/installation	
(4) Other (specify):	
NOTES:	

**USA SHADE reserves the right to implement a surcharge for significant increases in raw materials, including the following, but not limited to: fuel, steel, fabric, and concrete. Proposal pricing is only valid for 1 year due to the fluctuation in pricing. Due to recent significant increases experienced in raw steel and fabric materials, it may be necessary to order, invoice, and receive payments for steel and fabric as soon as final sizing can be determined.**

**ADD SERVICE 3 – CRESTA VERDE PARK**

Total Cost, including Shade Structure, all Accessories/Miscellaneous, Shipping/Handling, Engineered Drawings and Corona Sales Tax: \$51,161.25 (\$53,306.25 less \$2,145.00 Engineering costs previously accounted for under Add Service 2)

Structure 1				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	2	Foundations By	Not Applicable
	Unit Type:	4-Point Hyper Sail	Grout Installation	Not Applicable
	Structure Size:	See Notes	Footing Type:	Drilled Pier
	USA Shade Model Number	418.1	Base Attachment:	PIH - Embed
	Entry Height:	See Notes	Anchor Bolts:	N/A
	No of Columns:	7	Concrete Cutting:	N/A
	No of Fabric Tops:	2	Dirt Removal:	N/A
	Fabric Type:	Colourshade FR	Surface Type:	
	Fabric Color:	TBD	<b>NOTES</b>	
	Steel Finish:	Powder Coated	Sourcewell Contract \$40918.44 - 6%= 	
Steel Color:	TBD			
Electrical Provisions:	N/A			
Cable/HDW Finish:	Galvanized			
<b>PRICE</b>	<b>\$38,463.33</b>	Concept No:		

PRICING TOTALS:	
Unit Total	\$40,918.44
<del>Sourcewell</del> Discount	(\$2,455.10)
Shipping/Handling * <u>subject</u> to market fluctuation	\$8,594.20
<b>SUBTOTAL</b>	\$47,057.54
Sales Tax (%)	\$4,103.71
Engineering	\$2,145.00
Installation	N/A
<b>TOTAL PRICE</b>	\$53,306.25

PAYMENT TERMS:	
(1) Upon execution of the Agreement (Deposit)	50%
(2) Upon delivery of Unit(s)	
(3) Upon completion of assembly/installation	100%
(4) Other (specify):	
NOTES:	

USA SHADE reserves the right to implement a surcharge for significant increases in raw materials, including the following, but not limited to: fuel, steel, fabric, and concrete. Proposal pricing is only valid for 15 days due to the fluctuation in pricing. Due to recent significant increases experienced in raw steel and fabric materials, it may be necessary to order, invoice, and receive payments for steel and fabric as soon as final sizing can be determined.