

FIFTH AMENDMENT TO AGREEMENT NO. 2441  
BETWEEN THE CITY OF LOS ANGELES AND  
CASTELLON AND FUNDERBURK LLP

This FIFTH Amendment to Agreement No. 2441 is made and entered into by the City of Los Angeles, a municipal corporation, acting by and through its Board of Harbor Commissioners ("the City"), and Castellon and Funderburk ( hereinafter referred to as "Outside Counsel").

**WHEREAS**, the City entered into Agreement No. 2441 with Outside Counsel, for professional legal services to assist the City Attorney in the matter of *City v. Kinder Morgan Kinder Morgan Liquids Terminals LLC., et al., LASC Case No. NC 041463*, for a three-year period commencing on September 1, 2005 and terminating on August 31, 2008;

**WHEREAS**, the Agreement provides for amendments; and

**WHEREAS**, the City and Outside Counsel wish to amend the Agreement by extending its term eighteen (18) months to account for litigation delays; and

**WHEREAS**, the amendment is necessary and proper to continue or complete those activities authorized under the Agreement;

NOW, THEREFORE, the parties agree as follows:

Section II. "Term of Agreement," is amended by extending the term of the Agreement to eight and one-half years terminating on February 28, 2014.

Except as provided herein, all other terms and conditions of Agreement No. 2441, as previously amended, shall remain the same.

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**AMENDMENT**

1. Section II, paragraph A, Period of Performance, is amended to add eighteen months and to read as follows:

This Agreement shall begin on September 1, 2005 and shall continue until February 28, 2014, unless terminated earlier under the provisions of this Agreement.

2. Except as herein amended, all other terms and conditions shall remain in full force and effect.

3. This amendment is executed in six (6) duplicate originals, each of which is deemed to be an original. This amendment consists of three (3) pages.

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IN WITNESS WHEREOF, the parties hereto have executed this Fifth Amendment to Agreement No. 2441 on the date to the left of their signatures.

THE CITY OF LOS ANGELES, by its Board of Harbor Commissioners

Date: \_\_\_\_\_

By \_\_\_\_\_  
Executive Director

Attest: \_\_\_\_\_  
Board Secretary

THE CITY OF LOS ANGELES,  
A municipal corporation

Date: \_\_\_\_\_

By \_\_\_\_\_  
WILLIAM W. CARTER  
Chief Deputy City Attorney

CASTELLON AND FUNDERBURK LLP

Date: April 26, 2012

By [Signature]

Attest: [Signature]

APPROVED AS TO FORM  
May 3, 2012  
CARMEN A. TRUTANICH, City Attorney

By [Signature]  
KENNETH F. MATTFELD, Deputy

KFM/ksh  
4/11/12

Account#	54410	W.O. #	000
Ctrl/Div#	120	Job Fac.#	000
Proj/Prog#	000		
Budget FY:		Amount:	
2012-13		150,000	
2013-14		178,367	
TOTAL		328,367	

For Acct/Budget Div. Use Only

Verified by: [Signature]

Verified Funds Available: \_\_\_\_\_

Date Approved: 4/30/12