



SUPPLEMENTAL AGREEMENT NO.1 TO PROFESSIONAL SERVICES AGREEMENT

GMX PROCUREMENT/CONTRACT NO.: RFQ-25-02(A)

GMX WORK PROGRAM NO.: N/A

GMX PROJECT/SERVICE TITLE: MISCELLANEOUS MATERIALS, ENGINEERING, AND TESTING SERVICES

THIS SUPPLEMENTAL AGREEMENT NO.1 TO PROFESSIONAL SERVICES AGREEMENT (as "SA #1") is made and entered into this 29th day of September, 2026 (the "Effective Date"), by and between the **Greater Miami Expressway Agency** ("GMX"), a body politic and corporate, a public instrumentality and an agency of the State of Florida, existing under Florida Statutes Chapter 348, Part I, as amended, acting by and through its Governing Board, and **WSP USA, Inc.** (the "Consultant"), a Florida corporation located at **One Penn Plaza, 4th Floor, New York, NY 10119** and duly authorized to conduct business in the State of Florida, Federal I.D. No. 11-1531569 (collectively, referred to herein as the "Parties" to this SA #1).

WITNESSETH

WHEREAS, GMX competitively procured for all Services necessary to provide **Miscellaneous Materials, Engineering and Testing Services** (the "Services"), and subsequently on **July 25, 2025**, entered into Professional Services Agreement GMX Procurement/Contract No. **RFQ-25-02(A)**, with the Consultant to perform the Services (the "Contract");

WHEREAS, following the Notice of Award on **December 11, 2024**, the Consultant submitted an audit package containing payroll information to establish the Compensation Rates for the Contract based on GMX Established Rate Caps for Architectural and Engineering (A&E) Services effective July 1, 2023; and

WHEREAS, GMX approved GMX Established Rate Caps for Architectural and Engineering (A&E) Services effective on February 1, 2025, prior to the commencement of negotiations with the awarded Consultants and is seeking to update the Established Rate Caps to the version used to negotiate Compensation Rates for these agreements attached hereto as **Exhibit A**; and

WHEREAS, the Florida Department of Transportation (FDOT) amended the FDOT Negotiation Handbook Professional Services Contracts on March 19, 2025, prior to the commencement of negotiations for this Agreement The amended **FDOT Negotiation Handbook Professional Services Contracts (03-19-2025)** was used to negotiate in the best interest of GMX and shall hereby replace **Exhibit E-4 - FDOT Negotiation Handbook Professional Services Contracts (07-24-2024)** of the **Exhibit E - Method of Compensation** in the Professional Services Agreement, here attached to as **Exhibit B**; and

WHEREAS, GMX is also revising the **One Hundred Thousand Dollars (\$100,000.00)** Task Authorization limit established by **Exhibit E-4 - FDOT Negotiation Handbook Professional Services Contracts (07-24-2024)**. The nature of the Services provided require Task Authorization in Limiting Amounts larger than \$100,000 and FDOT removed this limitation in its amended **FDOT Negotiation Handbook Professional Services Contracts (03-19-2025)** attached hereto as **Exhibit B**; and



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NOW THEREFORE, in accordance with GMX Board approval and Section 8.3 *Approval Authority of Agreements and Supplemental Agreements* of the Procurement Policy; incorporated herein and in consideration of the mutual promises and covenants contained herein, and for such other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties do hereby agree as follows:

1. The foregoing recitations are true and correct and are incorporated herein by reference.
2. The Established Rate Caps for A&E Services dated effective February 1, 2025, and attached hereto as ***Exhibit A***, are hereby replace previous version and are incorporated into the Contract.
3. The FDOT Negotiation Handbook Professional Services Contracts (03-19-2025) dated effective March 19, 2025, and attached hereto as ***Exhibit B***, hereby replace previous version and are incorporated into the Contract.
4. The Task Authorization limitation of ***One Hundred Thousand (\$100,000) Dollars*** established by the FDOT Negotiation Handbook Professional Services Contracts (07-24-2024) is hereby removed and replaced by the FDOT Negotiation Handbook attached hereto as ***Exhibit B***.
5. The defined terms used herein, unless otherwise defined in this SA #1, shall have the meanings ascribed to them in the Contract Documents.
6. Except as expressly provided herein, all the terms, conditions, covenants, agreements and understandings contained in the Contract Documents shall remain unchanged and in full force and effect, and the same are hereby expressly ratified and confirmed by the Parties.
7. This SA #1 shall not alter or change in any manner the force and effect of the Contract except insofar as the same is altered and amended by this SA #1. Wherever the terms of this SA #1 and the terms of the Contract Documents are in conflict, the terms of this SA #1 shall govern and control.
8. **EXHIBITS:**

Exhibit A Established Rate Caps for A&E Services dated effective February 1, 2025

Exhibit B FDOT Negotiation Handbook Professional Services Contracts (03-19-2025)

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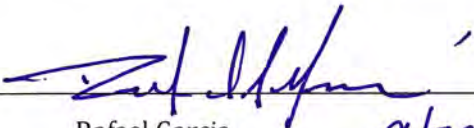


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IN WITNESS WHEREOF, the Parties have caused this SA #1 to be executed by their respective and duly authorized officers as of the Effective Date defined herein.

GREATER MIAMI EXPRESSWAY AGENCY

WSP USA, INC.

By: 
Rafael Garcia
Executive Director/CEO
9/29/26

By: 
Signature of Authorized Officer
Hathaway, Brian
(USBH716015)
Digitally signed by Hathaway, Brian
(USBH716015)
DN: cn=Hathaway, Brian (USBH716015),
ou=WSP Objects,
email=brian.hathaway@wsp.com
Reason: I am approving this document
Date: 2026.09.22 07:21:11 -0400

Brian S. Hathaway
Print Name of Authorized Officer

Vice President / Local Business Leader
Title of Authorized Officer

Board Approval: 12/14/2024

Supplemental Agreement No.1 to Professional Services Agreement

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_____ Initials (Consultant)