

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 06-40

WHEREAS, the Central Texas Regional Mobility Authority (“CTRMA”) was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et. seq.* (the “RMA Rules”); and

WHEREAS, Chapter 370 of the Texas Transportation Code authorizes regional mobility authorities to develop projects through the use of comprehensive development agreements (“CDAs”); and

WHEREAS, the CTRMA solicited proposals for the development of 183-A and in Resolution No. 04-43, dated September 8, 2004, the Board of Directors approved the selection of Hill Country Constructors as the Developer for 183-A, and the CTRMA and Hill Country Constructors entered into a CDA effective November 29, 2004 for the 183-A Turnpike Project; and

WHEREAS, the work performed under the CDA requires oversight by the General Engineering Consultant retained by the CTRMA (the “GEC”); and

WHEREAS, the CDA includes a process for the consideration and development of potential change orders for aspects or portions of the work performed under the CDA which might warrant adjustment to the Development Price or the contractual deadlines for performance by the Developer; and

WHEREAS, the change order process includes consideration of potential changes or revisions caused by several sources or events, including certain requests for changes by the CTRMA, certain otherwise undiscovered matters affecting the 183-A Project, as well as other items more fully set forth in the CDA; and

WHEREAS, the CDA provides that all change orders be formally agreed to by the CTRMA and the Developer, and that except those involving an amount up to and including \$50,000.00 as set forth in Resolution No. 05-46 dated June 29, 2005, the Board must approve any change order; and

WHEREAS, the CTRMA, the GEC and the Developer, pursuant to the change order process set forth in the CDA, have determined that the Final Environmental Impact Statement for the Project requires the construction of an additional 450 feet of sound walls along the Forest Oaks Subdivision, and such additional sound walls require the issuance of Change Order No. 6, as set forth and in accordance with the terms thereof and attached hereto as Attachment “A”.

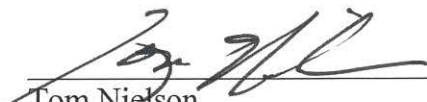
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the execution and issuance of Change Order No. 6 as set forth and in accordance with the terms of thereof and attached hereto as Attachment "A"; and

BE IT FURTHER RESOLVED, that Change Order No. 6 is made an amendment to the Contract Documents, as defined in the CDA, as of the date that Change Order No. 6 is fully executed by the CTRMA and the Developer.

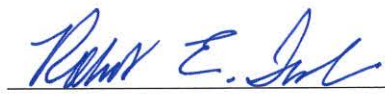
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 26th day of July, 2006.

Submitted and reviewed by:

Approved:



Tom Nielson
General Counsel for the Central
Texas Regional Mobility Authority



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 06-40
Date Passed 07/26/06

Attachment "A"

Copy of Change Order No. 6 Memorandum and Summary
And
Change Order Form



Central Texas Regional
Mobility Authority

MEMORANDUM

To: Mike Heiligenstein
Bill Chapman

Date: July 21, 2006

From: Richard Ridings

Subject: Change Order No. 006 – Additional Sound Walls

Copies: Tom Neilson, Everett Owen, Ron Fagan

This attached Change Order (CO) No. 006 is in the amount of \$ 150,503.00. Upon review of the final grades of 183A and locations of the Final Environmental Impact Statement wall locations it was determined that an additional 450 feet of sound wall would be required to protect several homes in the Forrest Oaks subdivision.

The GEC has reviewed the subject CO and recommends approval.

Attached is an update of the Change Order Budget.

301 Congress Avenue, Suite 650 Austin, TX 78701
Telephone: (512) 996-9778 / Fax: (512) 996-9784 / www.mobilityauthority.com

Robert E. Tesch, *Chairman* • Lowell H. Lebermann, Jr., *Vice-Chairman* • Robert L. Bennett, Jr., *Treasurer*
Henry H. Gilmore • James H. Mills • David Singleton • Johanna Zmud Ph.D. • Mike Heiligenstein, *Executive Director*

EXHIBIT M

FORM OF CHANGE ORDER

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

SECTION 1

Originator: Rich Ginder

Date: July 18th, 2006

Title: Toll / Aesthetics Manager

Contract No. 183A Turnpike

Company Name: Hill Country Constructors

DESCRIPTION:


Design, construction, and utility coordination of 450 LF of additional sound walls

Scope:

Design and construct additional post and panel sound wall on Wall 1 from Station 653+50 to 658+00 ranging height from 8 to 12 feet.

CAUSE OF CHANGE ORDER REQUEST:

During the proposal the scope of the sound walls was to design and construct a 8 to 12 foot tall wall at the locations identified in the FEIS. The CTRMA is extending the limits on Wall 1 along the NBML from Station 653+00 to 658+00.



Developer Project Manager **7/14/06**
Date

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

SECTION II

The total amount of this Change Order is \$ 150,503.00. Documentation supporting the Change Order is attached as Exhibits CO.6.1 through CO.6.5.

Payment Schedule Items Added/Deducted:

<u>Activity No.</u>	<u>Description</u>	<u>Amount</u>
A026805	Design of Sound Wall Extension	\$ 4,148.00
B097521	Sound Wall Drill Shafts	\$ 15,747.00
B097522	Sound Wall Panels	\$ 117,012.00
A021030	Const. QA and Environmental Services	\$ 8,352.00
A011184	Incidentals	\$ 5,244.00

Summary of Change Order Proposal by Categories: [Additives/(Credits)]

A.	Developer Labor (construction)	
1.	Wages ¹	\$ 13,635.00
2.	Labor benefits ² (55% of A.1)	\$ 7,499.00
B.	Developer and Subcontractor Labor (professional services)	
1.	Wages ¹ (Raw)	\$ 1693.00
2.	Labor benefits ² (145% of B.1, which includes overhead and profit)	\$ 2455.00
3.	Off-duty peace officers and patrol cruisers ¹	\$ 0.00

¹ Estimated for Negotiated Change Orders or Actual for Force Account Change Orders.

² Premiums on public-liability and workers-compensation insurance, social-Security and unemployment-insurance taxes.

C.	Materials ¹ (with taxes, freight and discounts)	\$	78,985.00
D.	Developer Equipment ¹	\$	12,044.00
E.	Subcontracts ¹ (Time and Materials costs)	\$	18,034.00
F.	Utility Direct Costs ¹	\$	0.00
G.	Overhead and Profit		
1.	Labor (25% of A.1 and A.2)	\$	3,408.00
2.	Traffic Control (5% of B.3)	\$	0.00
3.	Materials (15% of C)	\$	11,848.00
4.	Subcontracts (5% of E)	\$	902.00
5.	Utility Direct Costs (5% of F)	\$	0.00
H.	Grand Total	\$	150,503.00

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

SECTION III

The status of Substantial Completion is as follows:

- Unaffected by this Change Order Proposal

The status of Final Acceptance is as follows:

- Unaffected by this Change Order Proposal

Accordingly, the summary of the dates of Substantial Completion and Final Acceptance and Float are as follows:

1. Substantial Completion: Unchanged
(+ or - _____ days from base of _____ calendar days after NTP2)
2. Final Acceptance: Unchanged
(+ or - _____ days from base of _____ calendar days after NTP2)
3. Number of days of Project Float Unchanged

Justification for Change Order with reference to CDA:

CDA Section 14.3 allows Developer to request a change order to increase the development price for increased costs associated with CTRMA-Directed Changes which increase the work to be furnished, performed, or paid for by the developer.

The above three sections represent a true and complete summary of all aspects of this change.

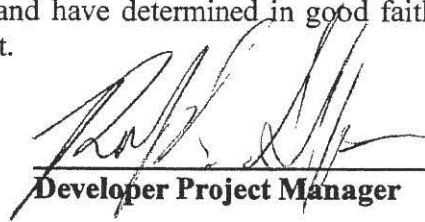
This Change Order Proposal includes all known and anticipated impacts or amounts, direct, indirect and consequential, which may be incurred as a result of the event, occurrence or matter giving rise to the proposed change.

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

If the foregoing Change Order Proposal includes claims of Subcontractors or Suppliers, the undersigned have reviewed such claims and have determined in good faith that the claims are justified as to both entitlement and amount.



Developer Project Manager

7-14-06

Date

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

SECTION IV (Reviewed by GEC Manager)

Michael Stone 7/19/06
GEC Team Construction Manager (CDA) Date


Comments:

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

SECTION V (Reviewed by GEC Project General Engineer)



Project General Engineer (CDA)

7/19/06

Date

Comments:

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

SECTION Vi (Reviewed by CTRMA's Director of Finance)

ACTION TAKEN:

- Finance Approval**
- Attached**
- No**
- N/A**

Director of Finance

Date

Comments:

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 006

CONTRACT NO. 183A Turnpike

SECTION VII (Approval by CTRMA)

CHANGE ORDER ISSUED: Yes No

CTRMA Executive Director

Date

Comments:

**Exhibit CO.6.1
Cost Breakdown Spreadsheet**

Change Order Estimates

Owner: CTRMA
Location: Additional Sound Wall from Station 653+50 to 658+00

Cost Impacts of Change	QTY	UM	Unit Cost	A.1 Constr Dev Labor (HCC)	B.1* Prof Serv Raw Wages	B.3 Police	C Materials Add. (HCC)	D Equip	E** Subs	F Util Dir Costs	SubTotal	Activity No.	Subtotal w/ Markups
CONSTRUCTION COSTS:													
Drill Shafts	168	LF	\$83.33	\$1,034	\$0		\$2,775	\$111	\$10,080		\$14,000	B097521	\$15,747
Install Post and Panel Sound Wall	450	LF	\$217.23	\$9,823	\$0		\$75,998	\$11,933	\$0		\$97,754	B097522	\$117,012
Karst Geologist								\$0	\$200		\$200	A021030	\$210
Field QA (Rodriguez)								\$0	\$7,754		\$7,754	A021030	\$8,142
Field QC (HCC)				\$1,530			\$0	\$0			\$1,530	A011184	\$2,754
Survey				\$864			\$100	\$0	\$0		\$964	A011184	\$1,670
Safety Personnel and Supplies				\$384			\$112	\$0	\$0		\$496	A011184	\$820
Police						\$0					\$0		\$0
Specialty Materials							\$0				\$0		\$0
Direct Utility Costs										\$0	\$0		\$0
DESIGN & APPROVAL COSTS:													
URS Design					\$1,693						\$1,693	A026805	\$4,148
Independent QA/QC Review					\$0						\$0		\$0
Field Exploration					\$0						\$0		\$0
Utility Coordination					\$0						\$0		\$0
Design Coordination					\$0						\$0		\$0
Direct Utility Costs										\$0	\$0		\$0
Permits/Fees					\$0		\$0		\$0		\$0		\$0
Traffic Control					\$0				\$0		\$0		\$0
SubTotal:				\$13,635	\$1,693	\$0	\$78,985	\$12,044	\$18,034	\$0	\$124,391		\$0
MARK-UPS:													
Labor Benefits/Overhead/Profit				\$7,499	\$2,455						\$9,954		
OH & Profit				\$3,409		\$0	\$11,848	\$0	\$902	\$0	\$16,158		
SubTotal:				\$24,543	\$4,148	\$0	\$90,833	\$12,044	\$18,936	\$0			

*Based on hourly work

**Based on unit cost and/or lump sum

Total: \$150,503
Bid: \$0
Total Change: \$150,503 \$150,503

Exhibit CO.6.2
CTRMA 12/20/05 Request for Change Order Letter



13640 Briarwick Drive
Suite 200
Austin, Texas 78729-1706
Phone: (512) 996-9778
Fax: (512) 996-9784
<http://www.ctrma.org>

Executive Director:
Mike Heiligenstein

Board of Directors:
Robert E. Tesch
Chairman

Lowell Lebermann
Vice-Chairman

Robert L. Bennett
Treasurer

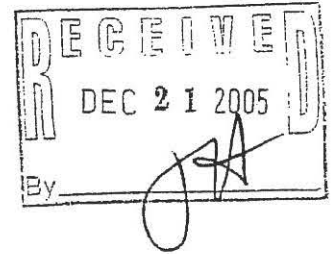
Henry H. Gilmore

James H. Mills

David Singleton

Johanna Zmud, Ph.D.

December 20, 2005



Mr. Ralph Gleffe, P.E.
Hill Country Constructors
12357-A Riata Trace Parkway Suite 300
Austin, TX 78727

RE: 183A Project: Request for Change Proposal #006 and Design
Direction for Noise Wall Refinements

Dear Ralph:

We have reviewed the issues surrounding the noise wall design and location and we are providing the following direction:

1. Noise Wall No.1 located on the east side of 183A between Park Street and Brushy Creek Road. Construct the noise wall at the right-of-way line from Sta. 653+50 to Sta. 688+00 for a distance of 3450 feet. The wall will be constructed 8 feet high from Sta. 653+50 to Sta. 655+00 and 12 feet high from Sta. 655+00 to Sta. 688+00. Coordination with Atmos Gas will be required to relocate the gas line along the right-of-way line. In addition, coordination with PEC will be required to relocate the power line from the west side of the right-of-way to the east side. The CTRMA considers the section of noise wall between Sta. 653+50 to Sta. 658+00 as added work. The CTRMA contends that the remaining work is within the original scope of Development Work and not subject to a Change Order for additional time and an increase in Development Price.
2. Noise Wall No. 2 located on the east side of 183A between FM 1431 and Park Street. Construct the noise wall per your preliminary plans 7 to 9 feet from the right-of-way line. The CTRMA contends that this work is within the original scope of Development Work and not subject to a Change Order for additional time and an increase in Development Price.
3. Noise Wall No. 3 located on the west side of 183A between Park Street and Brushy Creek Road. Construct the noise wall at the right-of-way line and coordinate with PEC on the relocation of their power line to the east side of 183A as discussed above in No. 1. The CTRMA contends that this work is within the original scope of Development Work and not subject to a Change Order for additional time and an increase in Development Price.
4. Noise Wall No. 4a located on the west side of 183A between FM 1431 and Park Street. Construct the noise wall at the right-of-way line per your preliminary plans. The CTRMA contends that this work is within the original scope of Development Work and not subject to a

**Exhibit CO.6.3
HCC Construction Estimate**

305 HCD TEXAS REGIONAL OFFIC GRANITE CONSTRUCTION INCORPORATED
 BID BODY BID INTERACTIVE DEVELOPMENT SYSTEM 2 (V 4.73) VER. #1.000
 BID DATE: 09/30/04 JOB 183A1205 : US 183A - NORTH TIE-IN ALTERNATE F ADD. #

PAGE: 1
 RUN DATE: 07/14/06
 RUN TIME: 14:25

ITEM	DESCRIPTION	QUANTITY	UNIT COST	LABOR	MATERIAL	EQUIPMENT	SUBCONTRACT	TOTAL	
<hr/>									
	ANOISEWAL CHANGE ORDER 6 - ADD NOISE WALL	1.000 LS	124,428.362	13,635	78,985	12,080	19,728	124,428	
	590.8 MAN-HOURS				PERM MATL. 76,422 JOB MATL. 2,563				
001	DRILLED SHAFTS 30"	168.000 LF	97.709	1,034	2,775	147	12,459	16,415	

	68.7 MAN-HOURS				PERM MATL. 2,664 JOB MATL. 111				
001A	COMMENTS/SUBS	168.000 LF		***** ZERO COST RECORD! *****					
<hr/>									
				PERM MATL.					
				JOB MATL.					
01	RCG								
	NUMBER OF SHAFTS (EA)	SHAFT LENGTH (LF)	TOTAL SHAFT LENGTH						
	24	7	168						
001B	DRILLED SHAFT SUB	168.000 LF	80.147	1,006			12,459	13,465	
<hr/>									
	5/10.0/1--- P - DAYS: 3.36		PROD. RATE: 5.00 LF/HR		PERM MATL.				
					JOB MATL.				
	67.2 MAN-HOURS	2.500 LF PER MAN-HOUR	0.400 MAN-HOURS PER LF						
01	DRILLED SHAFT SUB WILL DRILL, FURNISH & PLACE CONCRETE AND TIE & PLACE ENTIRE REBAR CAGE.								
02	CIDH PILE, 30"	S	168.000 LF	60.000			10,080		
03	CARPENTER 2006	L	2.000	5.988	1,006				
04	KARST GEOLOGIST	s/	2.000 HR	100.000			200		
05	NO FULL TIME OBSERVATION IS NEEDED BY KARST GEOLOGIST, BUT DUE TO THE PROXIMITY OF PREVIOUSLY ENCOUNTERED KARST FEATURES, ONE CANNOT RULE OUT THE NEED FOR A KARST GEOLOGIST IN THE EVENT VOIDS ARE ENCOUNTERED.								
06	QA TECH	s/	34.000 HR	62.100			2,111		
07	FULL TIME OBSERVATION BY QA IS REQUIRED FOR THIS OPERATION.								
08	QA TECH VEH	s/	3.360 DAY	20.000			67		
001C	SPOIL REMOVAL & SUPPORT	31.000 CY	5.660	28		147		175	
<hr/>									
	5/10.0/1--- P - DAYS: 0.31		PROD. RATE: 10.00 CY/HR		PERM MATL.				
					JOB MATL.				
	1.5 MAN-HOURS	20.000 CY PER MAN-HOUR	0.050 MAN-HOURS PER CY						

ITEM DESCRIPTION QUANTITY UNIT COST LABOR MATERIAL EQUIPMENT SUBCONTRACT TOTAL

 ANOISEWAL CHANGE ORDER 6 - ADD NOISE WALL - CONTINUED...

01 HAUL SPOIL TO REQUIRED FILL

TOTAL LENGTH OF DS (LF) SHAFT DIA (IN) SPOIL (CY)

168 30 31

02 EXCAVATOR OPERATOR 2006 L 0.500 0.914 28

03 JD 710 G BACKHOE (2005) E 0.500 2.746 85

04 10 WHEEL END DUMP, 13T (OO) E 0.500 2.000 62

001D FURNISH REINF STEEL 7,400.000 LB 0.375 2,775 2,775

PERM MATL. 2,664

JOB MATL. 111

01 REBAR QUANTITY INCLUDES VERTICALS INTO PILASTERS

02 REINF STEEL, DRILLED SHAFTS P/ 74.000 CWT 36.000 2,664

03 REINF STEEL, SUPPORT STEEL J 74.000 CWT 1.500 111

<PLUG>

002 POST & PANEL SOUND WALL 450.000 LF 229.622 9,823 75,998 11,933 5,577 103,330

PERM MATL. 73,758

JOB MATL. 2,240

522.0 MAN-HOURS

002A COMMENTS/MATERIALS 5,400.000 SF 14.074 75,998 75,998

5/10.0/1--- P - DAYS: 13.50 PROD. RATE: 40.00 SF/HR

PERM MATL. 73,758

JOB MATL. 2,240

01 PLUGGED PRICE PER SF OF SOUNDWALL INCLUDES:

DESIGN OF & MATERIAL TO MAKE DRILLED SHAFT TO PILASTER CONNECTION

WALL	BEG STA	END STA	HEIGHT FT	LENGTH LF	PILASTERS EA	COPING WALL AREA LF	PANELS SF	PANELS EA
1	1,000	1,160	8	160	8	160	1,280	16
1	1,160	1,450	12	290	16	290	3,480	47

TOTAL 450 24 450 4,760 63

02 SOUND WALL (PC SYSTEM) P/ 4,760.000 SF 12.480 59,405

ITEM	DESCRIPTION	QUANTITY	UNIT COST	LABOR	MATERIAL	EQUIPMENT	SUBCONTRACT	TOTAL

ANOISEWAL CHANGE ORDER 6 - ADD NOISE WALL - CONTINUED...								

03	INCLUDES POST CAPS IN ORIGINAL RECO QUOTE OF 1,250,000 FOR 8350 LF X 12 FT TALL POST AND PANEL WALL SYS.							
04	AES WALL COPING p/	450.000 LF	5.980		2,691			
05	RECO FIGURED \$50,000 FOR COPING FOR 8350 LF OF WALL = \$5.98 / LF							
06	AES TREATMENT ON FRONT FACE p/	4,760.000 SF	2.450		11,662			
07	RECO FIGURED FOR CUSTOM ASHLAR AND LIGHT TEXTURED FINISH IT WOULD COST \$1,495,000. THE DIFFERENCE BETWEEN THE \$1,495,000 AND \$1,250,000 IS \$245,000 WHICH FACTORS TO BE \$2.45/SF.							
08	CONNECTION MATERIAL j/	24.000 EA	10.000		240			
09	NON SHRINK GROUT, ETC TO COMPLETE DRILLED SHAFT TO PILASTER CONECTIONS							
10	STRUTS/BRACES/ETC j/	1.000 LS	2,000.000		2,000			
002B	SET/GROUT PILASTERS	24.000 EA	277.484	2,710		2,412	1,538	6,660

5/10.0/1---	P - DAYS: 2.40		PROD. RATE: 1.00 EA/HR					
					PERM MATL.			
					JOB MATL.			
	144.0 MAN-HOURS	0.167 EA PER MAN-HOUR	6.000 MAN-HOURS PER EA					
01	CARPENTER 4-MAN 2006	L	1.000	29.392	705			
02	FOREMAN'S PICKUP (HR)	E	1.000	7.350		176		
03	CARPENTER 2006	L	3.000	44.913	1,078			
04	CONCRETE FINISHER PAV 2006	L	1.000	16.720	401			
05	HYDROCRANE OPER 2006	L	1.000	21.879	525			
06	HYDROCRANE GROVE 650E 45 T	E	1.000	93.130		2,235		
07	QA TECH	s/	24.000 HR	62.100			1,490	
08	QA TECH VEH	s/	2.400 DAY	20.000			48	
002C	SET PRECAST PANELS	63.000 EA	113.351	2,371		3,424	1,346	7,141

5/10.0/1---	P - DAYS: 2.10		PROD. RATE: 3.00 EA/HR					
					PERM MATL.			
					JOB MATL.			
	126.0 MAN-HOURS	0.500 EA PER MAN-HOUR	2.000 MAN-HOURS PER EA					
01	CARPENTER 4-MAN 2006	L	1.000	9.797	617			
02	FOREMAN'S PICKUP (HR)	E	1.000	2.450		154		
03	CARPENTER 2006	L	3.000	14.971	943			
04	CONCRETE FINISHER PAV 2006	L	1.000	5.573	351			
05	HYDROCRANE OPER 2006	L	1.000	7.293	459			
06	HYDROCRANE GROVE RT865	E	1.000	51.900		3,270		
07	QA TECH	s/	21.000 HR	62.100			1,304	
08	QA TECH VEH	s/	2.100 DAY	20.000			42	

ITEM	DESCRIPTION	QUANTITY	UNIT COST	LABOR	MATERIAL	EQUIPMENT	SUBCONTRACT	TOTAL

ANOISEWAL CHANGE ORDER 6 - ADD NOISE WALL - CONTINUED...								

002D	SET PRECAST POST CAPS	24.000 EA	138.742	1,355		1,206	769	3,330

	5/10.0/1--- P - DAYS: 1.20		PROD. RATE: 2.00 EA/HR		PERM MATL.			
					JOB MATL.			
	72.0 MAN-HOURS	0.333 EA PER MAN-HOUR	3.000 MAN-HOURS PER EA					
	01 CARPENTER 4-MAN 2006	L	1.000	14.696	353			
	02 FOREMAN'S PICKUP (HR)	E	1.000	3.675		88		
	03 CARPENTER 2006	L	3.000	22.456	539			
	04 CONCRETE FINISHER PAV 2006	L	1.000	8.360	201			
	05 HYDROCRANE GROVE 650E 45 T	E	1.000	46.565		1,118		
	06 HYDROCRANE OPER 2006	L	1.000	10.939	263			
	07 QA TECH	s/	12.000 HR	62.100			745	
	08 QA TECH VEH	s/	1.200 DAY	20.000			24	

002E	SET PRECAST COPING	450.000 LF	22.670	3,387		4,891	1,923	10,202

	5/10.0/1--- P - DAYS: 3.00		PROD. RATE: 15.00 LF/HR		PERM MATL.			
					JOB MATL.			
	180.0 MAN-HOURS	2.500 LF PER MAN-HOUR	0.400 MAN-HOURS PER LF					
	01 CARPENTER 4-MAN 2006	L	1.000	1.959	882			
	02 FOREMAN'S PICKUP (HR)	E	1.000	0.490		220		
	03 CARPENTER 2006	L	3.000	2.994	1,347			
	04 CONCRETE FINISHER PAV 2006	L	1.000	1.115	502			
	05 HYDROCRANE OPER 2006	L	1.000	1.459	656			
	06 HYDROCRANE GROVE RT865	E	1.000	10.380		4,671		
	07 QA TECH	s/	30.000 HR	62.100			1,863	
	08 QA TECH VEH	s/	3.000 DAY	20.000			60	

003	FIELD OPERATIONS & WAGES	591.000 MHR	5.060	2,778	212			2,990

					PERM MATL.			
					JOB MATL.	212		

003A	QUALITY CONTROL	591.000 MHR	2.589	1,530				1,530

					PERM MATL.			
					JOB MATL.			

ITEM	DESCRIPTION	QUANTITY	UNIT COST	LABOR	MATERIAL	EQUIPMENT	SUBCONTRACT	TOTAL

ANOISEWAL CHANGE ORDER 6 - ADD NOISE WALL - CONTINUED...								

01	QC TECH (5% OF TOTAL MHR)	g/ 30.000 HR	31.000	930				
02	QC LAB MANAGER (2% OF MHR)	g/ 12.000 HR	50.000	600				
003B	SAFETY PERSONNEL	591.000 MHR	0.650	384				384

						PERM MATL.		
						JOB MATL.		
01	SAFETY SUPER (2% OF MHR)	g/ 12.000 HR	32.000	384				
003C	SAFETY SUPPLIES	591.000 MHR	0.190		112			112

						PERM MATL.		
						JOB MATL.		
01	*SAFTY-FIRST AID SUPPLIES	j/ 591.000 MHR	0.040		24			
02	*SAFTY-PROTECTIVE CLOTHING	j/ 591.000 MHR	0.070		41			
03	*SAFTY-SAFETY AWARDS	j/ 591.000 MHR	0.080		47			
003D	SURVEY PERSONNEL	591.000 MHR	1.631	864	100			964

5/10.0/1---	D - DAYS: 1.00	PROD. RATE: 59.10 MHR/HR				PERM MATL.		
						JOB MATL.		100
01	FIGURE 2% OF MANHOURS WILL BE REQUIRED FOR SURVEY CREW.							
02	SURVEY CHIEF	g/ 12.000 HR	34.000	408				
03	INSTRUMENT MAN	l/ 12.000 HR	27.000	324				
04	CHAINMAN	l/ 12.000 HR	11.000	132				
05	SURVEY SUPPLIES	j/ 1.000 LS	100.000		100			
004	DESIGN	1.000 LS	1,693.000				1,693	1,693

						PERM MATL.		
						JOB MATL.		
004A	URS DESIGN	60.000 MHR	28.217				1,693	1,693

						PERM MATL.		
						JOB MATL.		
01	URS RAW DESIGN COST	s/ 1,693.000 \$	1.000				1,693	

Exhibit CO.6.4
Design and Utility Coordination Backup

Attachment A
Potential URS Design Change Order 3.5
Additional 450' Soundwall

URS	Rate	Mult	Hours	Raw \$	Total
Mindy Steckmest	\$44.24	2.92	8	\$353.92	\$1,033.45
Bob Murphy	\$27.40	2.92	40	\$1,096.00	\$3,200.32
Natalie Bunge	\$20.30	2.92	12	\$243.60	\$711.31
Subtotal - Labor:					\$4,945.08
ODC (12%) Total:					\$674.33

Total:					\$5,619.41
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**Exhibit CO.6.5
Reinforced Earth Soundwall Quotes**



The Reinforced Earth Company
1331 Airport Freeway, Suite 302
Euless, Texas 76040-4150
(817) 283-5503

US 183A
Austin District, Texas
RECO Project No. 11311

QUOTATION
(NO PAINT, COATINGS, OR COLOR INCLUDED) *PLAIN*

SOUNDWALL SYSTEM PRICE: @ \$ 1,250,000 /Lump Sum

All prices are based upon a minimum purchase of Line 1 of The Reinforced Earth Company's MSE Quotation.

Price includes precast panels, precast posts, post caps, and hardware to connect posts to cast-in-place pilasters. Contractor shall supply approximately 40 CY of high strength grout to make connection of posts to pilasters.

Price is based on a plain finish panel (1 face) and a rolled stone finish on the opposite face. If instead of plain finish, an Ashlar Stone finish with limestone aggregates and medium sandblast is required, then add \$260,000 to the price above or add only \$170,000 if the limestone aggregates and medium sandblast are not required. Price is based upon Ashlar Stone panels being cast without a color admixture. Price is contingent upon Owner's approval of RECO's "imprinted" (or rolled) Ashlar Stone finish applied to the residential face of the panels. The pattern and texture of the "imprinted" Ashlar Stone will be similar to the form liner finish on the roadway side, however, the depth of the mortar lines will be 1/2" - not the 1 3/4" depth of the form liner. Precast posts be 14" wide (not 24") and will be plain smooth finish.

Price is based on Granite Quote request FAXed on 8/12/04.

Price is based on a uniform wall height of 12 foot.

Shop Drawings will be submitted as required by construction schedule, but beginning no sooner than three (3) months after receipt of a fully executed contract.

Material Delivery Period: Fall 2005

Price includes one (1) trip to the jobsite to provide Technical Assistance for three (3) days at the start-up of the wall erection. Additional visits will be charged at \$350.00 per day plus travel expenses.

Tom Schick
DATE: August 16, 2004

$$\frac{1,250,000}{100,200} = \$ 12.45 / SF$$
$$\frac{260,000}{100,200} = \$ 2.59 / SF$$

Rich:

based on orig quoted volume of
8,350 LF @ 12' tall

Ashlar + Shallow Imprint Stone = \$1,420,000
(Roadway) (Residence) orig quote

Ashlar (bottom 4')
+ Fractured Fin ~~Mountain Hill~~ Scene + Shallow Imprint Stone = \$1,495,000
(Roadway) (Residence)

Options 1, 2, 3, 4, 5 + Shallow Imprint Stone = \$1,495,000
(Roadway) (Residence)

Top Coping Panel add \$50,000
(IFT Hill)

Post Caps = ?

Exposed Agg Residence Side = ?

3/29/05 Tan Schick

Ginder, Rich

From: Tom Schick [tschick@reinforcedearth.com]
Sent: Friday, April 01, 2005 2:04 PM
To: Ginder, Rich
Subject: RE: CAP \$

Rich:

See responses below:

From: Ginder, Rich [mailto:Rich.Ginder@gcinc.com]
Sent: Wednesday, March 30, 2005 4:27 PM
To: Tom Schick
Cc: Lisa Powell; William_O'Brien_Jr@URSCorp.com
Subject: RE: CAP \$

Tom,

Thanks for all of your photos. I think we overwhelmed the Aesthetics Committee with the numerous combinations of front relief, back relief, coping, and post caps. We need to do a follow up meeting next Wednesday to firm up the decision. Right now they are leaning on the following:

Traffic Face - 4' Custom Ashlar bottom panel and smooth or textured relief on top remainder of panels. The committee only briefly entertained the fractured fin hill scene. The committee went back and forth on whether to go 100% ashlar or a combination of smooth and ashlar. I sounded like they were leaning toward the ashlar bottom and smooth (textured) top.

Coping - Unanimous Yes. (please verify \$50,000 add for coping on 8350 lf of noise wall) **YES!**

Caps - I did not have cost information during meeting. I roughed in \$500 / ea during the meeting and got some comments about that sounding high. If you factor in labor + equip + materials I am pretty close on the \$500 assumption. In general they like the pointed caps, but they did not want to commit to a decision without knowing the cost. **CAP \$ per my 3/30 E-mail, below**

Back Face - Liked the following four options:

The following add-ons are base upon 8,350 LF of wall @ 12 FT tall

- shallow fractured fin **add \$38,000**
- shallow inprinted stone **add zero, this is the basis**
- barnwood **add \$23,000**
- broom finish - One of the committee members suggested just a simple broom finish as an option. **Add \$15,000**

Please verify cost adds or deducts of the options listed above using the shallow imprinted stone as a basis.

4/4/2005