

Change in Services Authorization  
Design Agreement for Aerial Adventure Amenities

This Change in Services Authorization (the “Authorization”) is pursuant to Exhibit A, Section 3.3 of the Design Agreement for Aerial Adventure Amenities between Apex Aerial Works LLC and Kenton County, Kentucky. Except as expressly set forth herein, all terms and conditions of the Design Agreement remain in full force and effect.

Client has requested an expansion of the Scope of the Design Work to include the following:

**Canopy Walk A** – Design of an aerial canopy walk connecting Ridge 2 and Ridge 3 within the area identified as Canopy Walk A on the Map attached as Schedule 1 to this Authorization. Canopy Walk A shall include up to 16 platforms and up to 16 suspension bridges with entrance and exit access.

**Canopy Walk B** – Design of an aerial canopy walk connecting the former Fox Run Golf Club and Lincoln Ridge Park within the area identified as Canopy Walk B on Schedule 1. Canopy Walk B shall include up to 16 platforms and up to 16 suspension bridges with entrance and exit access.

For both Canopy Walk A and Canopy Walk B, Client has requested that Apex provide additional add-on options, such as observation decks, netted features, aerial pod features, aerial picnic pods, etc (the “Optional Add-On Features”). The Optional Add-On Features shall be incorporated into the Phase 1 deliverable only (aerial layout view design) for consideration of further design work.

The parties have agreed that the Fee shall be increased by the following additional amounts:

- Canopy Walk A:
  - The additional fee for Canopy Walk A shall be a fixed fee in the amount of \$39,660 (the “Canopy Walk A Fee”) if Canopy Walk A is authorized and performed without Canopy Walk B in the scope of services. The agreed deliverables for this additional fee shall include Phase 1-3 deliverables as defined in Exhibit A of the Agreement plus incorporation of the Optional Add-On Features for the Phase 1 deliverable.
- Canopy Walk B:
  - The additional fee for Canopy Walk B shall be a fixed fee in the total amount of \$39,660 (the “Canopy Walk B Fee”) if Canopy Walk B is authorized and performed without Canopy Walk A in the scope of services. The agreed deliverables for this additional fee shall include Phase 1-3 deliverables as defined in Exhibit A plus incorporation of the Optional Add-On Features for the Phase 1 deliverable.
- Canopy Walk A and Canopy Walk B:
  - If Client authorizes the design services for both Canopy Walk A and Canopy Walk B concurrently under this Authorization, the total combined fixed fee for both shall be \$58,660. The reduced combined fee reflects anticipated efficiencies when both are designed as part of a unified scope.

- **Payment Milestones:** The Canopy Walk A Fee and Canopy Walk B Fee shall be invoiced and paid in accordance with the milestone payment schedule set forth in Exhibit A, applied proportionally to the additional fees.

Phase 2 and Phase 3 design services for Optional Add-On Features are *not* included in the Canopy Walk A Fee or Canopy Walk B Fee and shall require a Change of Services Authorization identifying scope, fee, and schedule adjustments. Following the completion of Phase 1 deliverables for Canopy Walk A and Canopy Walk B, Apex shall provide Client with cost information to complete Phase 2-3 design work for all Optional Add-On Features.

**Scope Authorization.**

By executing this Authorization, Client hereby authorizes Apex to perform the design services for the following (check one):

\_\_\_\_\_ Canopy Walk A only – Fixed fee of \$39,660

\_\_\_\_\_ Canopy Walk B only – Fixed fee of \$39,660

\_\_\_\_\_ Both Canopy Walk A and Canopy Walk B – Combined total fixed fee of \$58,660

The undersigned certify that they are duly authorized to execute this Change in Services Authorization on behalf of the respective party and that, upon execution, this document shall constitute a binding obligation of such party in accordance with its terms.

**APEX AERIAL WORKS, LLC**

By: \_\_\_\_\_  
 Name: \_\_\_\_\_  
 Title: \_\_\_\_\_  
 Date: \_\_\_\_\_

**KENTON COUNTY, KY**

By: \_\_\_\_\_  
 Name: \_\_\_\_\_  
 Title: \_\_\_\_\_  
 Date: \_\_\_\_\_