

**THIRD AMENDMENT TO AGREEMENT
BETWEEN THE COUNTY OF SAN MATEO AND
MILLS-PENINSULA SENIOR FOCUS, INC.**

THIS AMENDMENT TO THE AGREEMENT, entered into this _____ day of _____, 20____, by and between the COUNTY OF SAN MATEO, hereinafter called "County," and MILLS-PENINSULA SENIOR FOCUS, INC., hereinafter called "Contractor";

W I T N E S S E T H:

WHEREAS, pursuant to Government Code, Section 31000, County may contract with independent contractors for the furnishing of such services to or for County or any Department thereof;

WHEREAS, the parties entered into an Agreement for the propose of providing Adult Day Care Services to clients of Aging and Adult Services on September 13, 2005, by Resolution Number 67528 for a term of July 1, 2005 through June 30, 2009;

WHEREAS, the parties amended the Original Agreement on April 13, 2006 by Change Notice 5700006R67528B-1 to include required state and county language;

WHEREAS, the parties amended the Original Agreement for a second time on June 27, 2006 by Resolution Number 68108 increasing the collective amount by \$141,600 for a total of \$283,200 for all Agreements under one Resolution; and

WHEREAS, the parties wish to further amend the Agreement for the continuation of these adult day care services by increasing the collective amount by \$141,600 for Fiscal Year 2007-2008 for a total amount of \$424,800 for all Agreements under one Resolution:

NOW, THEREFORE, IT IS HEREBY AGREED BY THE PARTIES HERETO AS FOLLOWS:

1. Section 3. of the agreement is amended to read as follows:

In consideration of the services provided by contractor in accordance with all terms, conditions and specifications set forth herein and in Exhibit "A", County shall make payment to Contractor based on the rates and in the manner specified in Exhibit "B." The County reserves the right to withhold payment if the County determines that the quantity or quality of the work performed is unacceptable. In no event shall the County's total fiscal obligation under this contract exceed ONE HUNDRED FORTY-ONE THOUSAND SIX HUNDRED

DOLLARS (\$141,600) collectively for the period of July 1, 2007 through June 30, 2008 for all contracts approved under same resolution. The total obligation for the term of these agreements is FOUR HUNDRED TWENTY-FOUR THOUSAND EIGHT HUNDRED DOLLARS (\$424,800) collectively.

2. All other terms and conditions of the agreement dated September 13, 2005, between the County and Contractor shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto, by their duly authorized representatives, have affixed their hands.

COUNTY OF SAN MATEO

By: _____
Rose Jacobs Gibson, President,
Board of Supervisors, San Mateo County

Date: _____

ATTEST:

By: _____
Clerk of Said Board

MILLS-PENINSULA SENIOR FOCUS, INC.

By: Forest Malakoff
Contractor's Signature

Date: 7/11/07