

TOWN OF PARADISE VALLEY
FIRST AMENDMENT TO RIGHT OF WAY LICENSE AGREEMENT

This First Amendment (“Amendment”), dated _____, 2020, is entered into by and between the Town of Paradise Valley, an Arizona municipal corporation (“Town” or “Licensor”) and NewPath Networks, LLC, a New Jersey limited liability company (“NewPath Networks” or “Licensee”) for the purpose of amending the Right of Way License Agreement (“Agreement”) dated September 2, 2010 by and between the Town and NewPath Networks. For purposes of this Amendment, Town and NewPath Networks may also be referred to each individually as a “Party” and collectively as “the Parties.”

RECITALS

A. WHEREAS, on September 2, 2010 the Parties entered into and executed a Right of Way License Agreement to construct, install, and maintain telecommunications lines, antenna nodes, and related equipment to serve a telecommunications network on a portion of the public rights-of-way;

B. WHEREAS, NewPath Networks desires to construct, install, and maintain additional conduit segments that occupy the public rights-of-way within the Town; and

C. WHEREAS, for the reasons set forth herein, the Parties desire to enter into this First Amendment, as set forth below.

AMENDMENT

NOW THEREFORE, in consideration of the mutual promises and undertakings of the parties hereinafter set forth, the parties to this License agree as follows:

1. Section 1.1.3.1 of the Agreement shall be amended as follows:

New Segments may be added as necessary to expand Licensee’s distributed antenna system or as otherwise approved by the Licensor’s Town Council.

2. Section 6.7 is amended to reflect a change in the Licensor’s Contract Administrator to the following:

Paul Mood
Town Engineer
Town of Paradise Valley
6401 E. Lincoln Drive
Paradise Valley, AZ 85253
pmood@paradisevalleyaz.gov
Work Phone: 480-348-3573

Cell Phone: 480-650-4499

3. Section 17.8 contact information for notices to the Licensee shall be amended as follows:

NewPath Networks, LLC
Attn: Ken Simon, General Counsel
2000 Corporate Drive
Canonsburg, PA 15317

With a copy to:

NewPath Networks, LLC
Attn: SCN Contracts Management
2000 Corporate Drive
Canonsburg, PA 15317

4. Pursuant to Section 1.1.3.1 of the Agreement (as amended herein) and Section 1.1.3.4 of the Agreement, the Town Council of the Licensor hereby approves adding two new segments, with diagrams of these two new segments attached hereto as Exhibits 1 and 2, and incorporated herein by this reference (the "New Segments"). In accordance with the Agreement, the Licensee shall prepare an amended Exhibit A to the Agreement that will reflect the New Segments on the "Segment Map" and an amended Exhibit C to the Agreement that will reflect the New Segments on the "Map of In-Kind Fiber." The Town Contract Administrator is hereby authorized to approve the amended Segment Map and Map of In-Kind Fiber consistent with the addition of the New Segments.
5. Except as expressly amended by the terms of this Amendment, all terms and provisions of the Agreement shall remain in full force and effect.
6. The representative for each Party signing on behalf of the respective Party hereby declares and represents that the signatory has authority to sign on behalf of the respective Party and agrees to hold the other Party or Parties hereto harmless if it is later determined that such authority does not exist.

IN WITNESS WHEREOF, the Parties have executed this Amendment as of the date first written above.

LICENSEE:

NEUPATH NETWORKS, LLC
a New Jersey limited liability company

By: _____
Title: _____

LICENSOR:

TOWN OF PARADISE VALLEY,
an Arizona municipal corporation

By: _____
Jill Keimach, Town Manager

ATTEST:

Duncan Miller, Town Clerk

APPROVED AS TO FORM:

Andrew M. Miller, Town Attorney

TABLE OF EXHIBITS

1 – NEW SEGMENT MAP – North Invergordon Road

2 – NEW SEGMENT MAP – Scottsdale Road and Vista

EXHIBIT 1 – NEW SEGMENT MAP – North Invergordon Road

EXHIBIT 2 – NEW SEGMENT MAP – Scottsdale Road and Vista