

SECOND AMENDMENT OF LEGAL SERVICES AGREEMENT

THIS SECOND AMENDMENT to the Legal Services Agreement dated November 7, 2013 is made and entered into March 10, 2014 (the "Second Amendment") between Anderson Kill & Olick, P.C. having an office at 1251 Avenue of the Americas, New York, New York 10020 ("Contractor"), and the HOUSING TRUST FUND CORPORATION, having its principal office at 38-40 State Street, Albany, New York 12207 ("HTFC").

WITNESSETH:

WHEREAS, the Contractor was a successful bidder pursuant to a request for proposals issued by HTFC on August 24, 2012;

WHEREAS, HTFC and the Contractor entered into a legal services agreement on November 7, 2013, in order to provide certain legal services in connection with the Community Development Block Grant Disaster Recovery Program administered by HTFC (the "Legal Services Agreement");

WHEREAS, HTFC and the Contractor amended the Legal Services Agreement on December 11, 2013;

WHEREAS, HTFC and the Contractor desire to amend the Legal Services Agreement by means of this Second Amendment in order to ensure compliance with the statutes and regulations governing the Community Development Block Grant Disaster Recovery grants appropriated by the Disaster Relief Appropriations Act, 2013 (Pub. L. 113-2);

NOW, THEREFORE, pursuant to and in consideration of the above, and other mutual covenants and obligations herein contained, it is

STIPULATED AND AGREED as follows:

1. The following provisions are included in Appendix II as Section 26:

26. STATUTORY AND REGULATORY COMPLIANCE

Contractor shall comply with all laws and regulations applicable to the Community Development Block Grant-Disaster Recovery funds

appropriated by the Disaster Relief Appropriations Act, 2013 (Pub. L. 113-2).

2. All other terms and conditions, including appendices, attachments, exhibits, riders and Letter Agreements to the Legal Services Agreement are hereby continued in full force and effect as though set forth herein.

IN WITNESS WHEREOF, the parties executed this Second Amendment on the day and year first above written.

Anderson Kill & Olick, P.C.

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[Redacted Signature]

By: \_\_\_\_\_  
Name: *William Passanante*  
Title: *VICE PRESIDENT*

HOUSING TRUST FUND CORPORATION

[Redacted Signature]

By: \_\_\_\_\_  
Name: *James Rubin* *Seth Diamond*  
Title: Director, Governor's Office of Storm Recovery