

**FUNDING ADJUSTMENT NO. 2**  
**TO**  
**CONTRACT FOR LEGAL SERVICES**

This Funding Adjustment No. 2 to the Contract for Legal Services, hereinafter called "Funding Adjustment No. 2," is entered into this 8<sup>th</sup> day of October 2013, by and between **DLA Piper LLP**, hereinafter called "Law Firm" and the **Commonwealth of Pennsylvania**, acting by and through the **Department of Revenue**, hereinafter called the "Department."

**WHEREAS**, the original Contract for Legal Services, hereinafter called "Contract" was executed in an amount not to exceed \$375,000 to provide professional and specialized financial advisory services to the Department regarding matters as described in Appendix A of the original Contract; and

**WHEREAS**, the extent and scope of the services, which have been determined to be more complex and to encompass more time and resources than originally anticipated, thus requiring additional funding to be added to the Contract to provide sufficient funds to encompass services throughout the term of this Contract; and

**WHEREAS**, on or about November 30, 2012, the Department and the Law Firm extended the Term of the Contract beyond the original Contract termination date of December 31, 2012, to December 31, 2013, pursuant to Paragraph 9 of the Contract; and,

**WHEREAS**, on or about May 14th, 2012, the Department and the Law Firm executed the initial funding adjustment ("Funding Adjustment No. 1") to the Contract in an amount not to exceed \$2,475,000 to provide professional and specialized financial advisory services to the Department regarding matters as described in Appendix A of the original Contract.

**NOW, THEREFORE**, the parties, intending to be legally bound, hereby agree as follows:

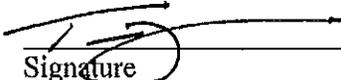
1. Compensation. Paragraph 3 of the Contract, as amended by Funding Adjustment No. 1, is increased by \$879,000 to an amount not to exceed \$3,354,000 to be reimbursed under Appendix C of the Contract.
2. All provisions of the original Contract for Legal Services not changed by Funding Adjustment No. 1 or this Funding Adjustment No. 2 shall remain in full force and effect.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the parties hereto have caused this Funding Adjustment No. 2 to be properly executed by their respective authorized signatories as of the day and year first above written.

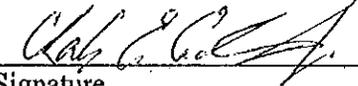
DLA Piper LLP (US)

Commonwealth of Pennsylvania  
acting by and through  
Department of Revenue

  
\_\_\_\_\_  
Signature

TIMOTHY J. LOUNY, ASR. 8/19/13  
Name Date

Partner  
\_\_\_\_\_  
Title  
Federal Employer ID # \_\_\_\_\_

  
\_\_\_\_\_  
Signature

Charles F. Erdman Jr. 8/21/13  
Name Date

Deputy Sec. for Administration  
\_\_\_\_\_  
Title

Certified a True and  
Correct Copy. 

APPROVED AS TO FORM AND LEGALITY

Devin K. [Signature] 8/19/2013  
Chief Counsel / Date

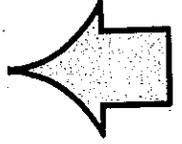
[Signature] 8/22/13  
Deputy General Counsel / Date

[Signature] 9/9/13  
Deputy Attorney General / Date

Certified a True and  
Correct Copy. [Signature]

**FISCAL APPROVAL BY COMPTROLLER OPERATIONS**

This document is approved for fiscal responsibility and budgetary appropriateness, subject to the issuance of a Purchase Order and the availability of funds.



\_\_\_\_\_  
Comptroller Operations      Date

**DEPARTMENT OF REVENUE:**

FUND: 2029613000

COST CENTER: 1869001640

G/L: 6343117

=\$879,000