

**REVISION TO SETTLEMENT AND TAKEOVER AGREEMENT
BETWEEN FINANCIAL PACIFIC INSURANCE COMPANY**

AND

COUNTY OF ALAMEDA

THIS REVISION TO SETTLEMENT AND TAKEOVER AGREEMENT (the "Revision") has been entered into by and between County of Alameda (hereinafter "County") and Financial Pacific Insurance Company (hereinafter "Financial Pacific") and is effective December __, 2011.

RECITALS

WHEREAS, County and Financial Pacific entered in that certain Settlement and Takeover Agreement dated August 31, 2011 (the "Original Settlement Agreement"); and

WHEREAS, during the performance of the Original Settlement Agreement said parties discovered that it would be in their mutual best interest to make several modifications and clarifications to said Original Settlement Agreement.

WHEREAS, County and Financial Pacific do not intend to modify the Original Settlement Agreement except as expressly provided herein

AGREEMENT

NOW THEREFORE, in consideration of the premises, other good and valuable considerations, and the mutual covenants set forth herein, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. The recitals set forth above are incorporated herein.
2. The County releases Financial Pacific from all duties related to Job # 7 as shown on pages Exhibit A.08 and Exhibit B.02 of the Original Settlement Agreement. Specifically, this modification deletes from Financial Pacific's scope of work the approximately 360 linear feet of 6 foot high fence shown on said pages. The purpose of this deletion is to allow the owners of the property where said fence is located to take full responsibility for building a fence to their desired specifications.

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3. In exchange for the release by the County of Financial Pacific's responsibility for Job # 7, Financial Pacific will make the following two payments within five business days of the full execution of this Revision:

- a. \$4,444.85 paid to Jerry Kaidor;
- b. \$2,193.73 paid to Nitin Bhatia

4. The second sentence of paragraph 3 of the Original Settlement Agreement shall be clarified to acknowledge the assignment to Financial Pacific of the County's rights against, not only Altima Contracting LTD., but also against Atwal Real Estate Investments, LLC, Jagjit Singh Atwal, Rajdavinder Atwal, and Rupinder Atwal. The rights assigned include all rights obtained as a result of agreements between the County and said parties and all rights obtained by way of motion before the Court in Alameda Superior Court Case No. 09455003.

5. Except as expressly provided herein, the Original Settlement Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have hereunder set their hand and seal the day and year first hereinafter written.

ALAMEDA COUNTY

BY: William Sepre Dated: 12/19/11
FINANCIAL PACIFIC INSURANCE COMPANY

BY: _____ Dated: _____

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ALAMEDA COUNTY

BY: _____ Dated: _____

FINANCIAL PACIFIC INSURANCE COMPANY

BY: *Aune Smith* Dated: *12-16-11*

EXHIBIT "A"
IMPROVEMENT PLANS
For
TRACT 6102
HAYWARD (UNINCORPORATED)
COUNTY OF ALAMEDA, CA, dated August 5, 2011

EXHIBIT "B"

SCOPE AND CONDITIONS SHEET

Financial Pacific shall perform the following work, as shown on in more detail, on the pages referenced from Exhibit "A"

JOB #1 Page #C2			
1	6 foot Wood Fence	LF	260
2	5 foot wood fence	LF	140
3	Tree wells	EA	3
4	5 foot gate w/ lock	EA	1

The wood fence will include 18" wood lattice at the top matching existing fence. The fence behind the property of Carol Strane will be only five foot high.

JOB #2 Page C2			
1	Standard street lights on Jelincic Drive	EA	3
2	Street light base on Jelincic Drive	EA	1
3	Repair or replace street lights on Tract 6102	EA	9

Financial Pacific may tender this obligation to the Fairview Homes HOA. In any case, Financial Pacific guarantees to the County that work described in Job #2 will be completed by March 31, 2012. Street lights on Tract 6102 may be replaced with County standard street lights or repaired with parts salvaged from broken street lights at the discretion of Financial Pacific.

JOB #3 Page C3			
1	Asphalt Overlay	SF	18,903
2	Grind AC at Manhole	EA	5

JOB #4 Page C4			
1	Remove And Replace Curb & Gutter	LF	176
2	Remove And Replace Sidewalk	SF	160
3	Lower Catch Basin	EA	2
4	Lower Manhole	EA	1
5	Remove And Replace Pavement	SF	1,650
6	Overlay Pavement	SF	1,650

Top of curb shall be constructed as shown on profile shown on page C5 of Exhibit "A."

JOB #5 Page C6

1	Remove And Replace Curb & Gutter	LF	22
2	Remove And Replace Curb & Gutter & Sidewalk	LF	136
3	Sump Manhole	EA	1
4	Driveway Apron	EA	1
5	Remove And Replace Pavement - Pavement Section 3.5 Ft AC 11 Inch Base	SF	2,640
6	Pour Bottom Step Of Staircase	SF	18

Job #6 Page C7

1	Remove And Replace curb & gutter	LF	50
2	AC overlay	SF	280
3	Saw cut curb & gutter	EA	2

Job #7 Page C7

1	6 wood fence	LF	360
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Job #8 Page C7

1	Remove And Replace paving	SF	2,750
2	New Curb & Gutter & Sidewalk	LF	60
3	Handicap ramp	EA	1
4	Remove and Replace Curb & Gutter in parking	LF	47
5	AC Overlay	SF	225
6	EBMUD meter	EA	1
7	1.5 inch copper water	LF	170
8	3 ft wide valley gutter	EA	1
9	New Curb & Gutter at driveway	LF	60
10	Retaining Wall	SF	150
11	Gate Wooden Fence	LS	1

Job #9 Page C8

1	Remove And Replace paving	SF	225
2	Remove And Replace Curb & Gutter	LF	15

Job #10 Page C8

1	Remove And Replace Curb & Gutter	LF	85
2	Remove And Replace AC	SF	225
3	Adjust Catch Basin	EA	1
4	Adjust Manhole	EA	2
5	Remove And Replace Valley gutter	EA	1
6	Overlay AC	SF	1,334

Job #11 Page C8			
1	New Curb & Gutter	LF	42
2	New AC	SF	225
3	New Valley gutter	EA	1

Job #12 Page C9			
1	4 ft Chain link fence	LF	84

Job #13 Page C9			
1	Remove and Replace block wall by others	-	-
2	Grading per plan	LS	1
3	New paving	SF	225
4	Remove And Replace Curb & Gutter	LF	90
5	Remove And Replace Valley gutter	EA	1
6	4 ft Chain link fence	LF	80

Job #14 Page C9			
1	6 ft chain link fence	LF	96
2	8 ft gate	EA	1

Job #15 Page C9			
1	4 ft chain link fence	LF	12

Job #16 Page C10			
1	Install monuments	EA	30

Job # 17 Intentionally Omitted

Job #18 Page C11			
1	REMOVE AND REPLACE sewer manhole top blocks	EA	6 505.67

Job # 19 Intentionally Omitted

Job #20 Page C12

1	Install wood fence	LF	110
2	New block wall by others	-	-
3	Grade area behind curb - wall work is completed per drawing C13 to C17	LS	1
4	REMOVE AND REPLACE curb & gutter install valley gutter	EA	1

Job #21 Page C18

1	REMOVE AND REPLACE curb & gutter	LF	30
2	REMOVE AND REPLACE pavement	SF	210