

**FIFTH AMENDMENT TO COMMERCIAL NON-EXCLUSIVE
SOLID WASTE AGREEMENT BETWEEN CITY OF RIVERSIDE AND
ARAKELIAN ENTERPRISES, INC. DBA ATHENS SERVICES FOR
INTEGRATED SOLID WASTE MANAGEMENT SERVICES**

This Fifth Amendment to Commercial Non-Exclusive Solid Waste Agreement between City of Riverside and Arakelian Enterprises, Inc. dba Athens Services for Integrated Solid Waste Management Services (“Fifth Amendment”), is made and entered into this ____ day of _____, 2017, by and between the CITY OF RIVERSIDE, a California charter city and municipal corporation (“City”) and ARAKELIAN ENTERPRISES, INC. doing business as ATHENS SERVICES, a California corporation, 14048 Valley Boulevard, City of Industry, California, 91716-0009 (“Company”) with respect to the following facts:

RECITALS

WHEREAS, on May 11, 2001, City and Company entered into that certain Commercial Non-Exclusive Solid Waste Agreement between City of Riverside and Arakelian Enterprises, Inc. dba Athens Services for Integrated Solid Waste Management Services (“Agreement”) wherein Company agreed to provide commercial waste hauling services within the City limits from May 12, 2001 through May 11, 2008; and

WHEREAS, on July 24, 2003, City and Company entered into a First Amendment to Commercial Non-Exclusive Solid Waste Agreement between City of Riverside and Arakelian Enterprises, Inc. dba Athens Services for Integrated Solid Waste Management Services (“First Amendment”) wherein certain terms and conditions of the Agreement were modified to more efficiently provide services thereunder; and

WHEREAS, on August 13, 2008, City and Company entered into a Second Amendment to Commercial Non-Exclusive Solid Waste Agreement between City of Riverside and Arakelian Enterprises, Inc. dba Athens Services for Integrated Solid Waste Management Services (“Second Amendment”) wherein the Agreement was extended through June 30, 2018, and its terms and conditions were substantially modified; and

WHEREAS, on November 17, 2010, City and Company entered into Third Amendment to Commercial Non-Exclusive Solid Waste Agreement between City of Riverside and Arakelian Enterprises, Inc. dba Athens Services for Integrated Solid Waste Management Services (“Third

Amendment”) wherein the Agreement was amended to include facilities and services language that was erroneously deleted in the Second Amendment; and

WHEREAS, on January 16, 2013, City and Company entered into Fourth Amendment to Commercial Non-Exclusive Solid Waste Agreement between City of Riverside and Arakelian Enterprises, Inc. dba Athens Services for Integrated Solid Waste Management Services (“Fourth Amendment”) where in the Agreement was amended to eliminate item 1, sections iii and iv, from the Amendment that refers to section 4.1.6 of the Hauler contract; and

WHEREAS, City and Company desire to amend the Agreement to extend the term of the Agreement for an additional five years as authorized by Section 2.4.1, Option to Extend, of the Second Amendment.

NOW, THEREFORE, in consideration of the foregoing recitals which are incorporated herein by this reference, City and Company agree as follows:

1. Pursuant to Section 2.4.1 of the Second Amendment, the City hereby exercises its option to extend the term of the Agreement for an additional five years. The term of the Agreement shall continue monthly up to a maximum of five years, until June 30, 2023. The City may terminate this Fifth Amendment upon six (6) months’ written notice to Company.

2. All terms and conditions of the Agreement and amendments thereto not inconsistent with this Fifth Amendment shall remain in full force and effect and are incorporated herein by this reference as if set forth in full.

[SIGNATURES ON FOLLOWING PAGE]

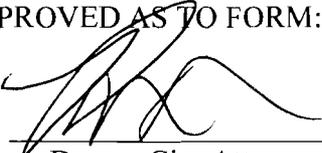
IN WITNESS WHEREOF, City and Company have caused this Fifth Amendment to Commercial Non-Exclusive Solid Waste Agreement between City of Riverside and Arakelian Enterprises, Inc. dba Athens Services for Integrated Solid Waste Management Services be duly executed on the day and year first above written.

CITY OF RIVERSIDE, a California
charter city and municipal corporation

By: _____
City Manager

Attest: _____
City Clerk

APPROVED AS TO FORM:

By:  _____
Deputy City Attorney

ARAKELIAN ENTERPRISES, INC. dba
ATHENS SERVICES, INC., a California
corporation

By:  _____
Ron Arakelian III, Owner
Name and Title

By:  _____
Timothy S. Howell, Chief Operating Officer
Name and Title