SECOND MODIFICATION OF AGREEMENT

THIS SECOND MODIFICATION OF AGREEMENT ("First Modification") is made this 22 nd day of May, 2019, by and between the City of Cocoa, headquartered at 65 Stone Street, Cocoa, FL 32922, hereinafter referred to as "CITY", and The Gehring Group, Inc., with its principal place of business located at 4200 Northcorp Parkway, Suite 185, Palm Beach Gardens, Florida 33410, hereinafter referred to as "GEHRING GROUP".

RECITALS:

Whereas, the City and Gehring Group entered into that certain Agreement to Provide Agent of Record Services Relating to Employee Benefits, dated June 12, 2012, as amended by the First Modification, dated April 25, 2017 ("Original Agreement"); and

Whereas, the parties desire to extend the term of the Original Agreement in accordance with this Second Modification of Agreement.

- 1.0 Section Five of the Original Agreement is hereby modified to extend the term of the agreement until February 28, 2020.
- 2.0 All other terms and conditions of the Original Agreement not modified by this First Modification shall remain in full force and effect.

IN WITNESS WHEREOF, the parties or their duly authorized representatives hereby execute this Agreement on the date first written above.

CITY OF COCOA, FLORIDA

MAYOR

ATTEST: