

**CONSENT TO ASSIGNMENT OF, AND FIRST AMENDMENT TO
AGREEMENT FOR DESOTO COUNTY ENGINEER OF RECORD SERVICES**

THIS CONSENT TO ASSIGNMENT OF, AND FIRST AMENDMENT, is made part of the original Agreement between the parties dated **October 16, 2025** (the “Agreement”), and is by and among DESOTO COUNTY, a political subdivision of the State of Florida, 201 East Oak Street, Arcadia, Florida 34266, hereinafter referred to as the “COUNTY,” **THE WEILER ENGINEERING CORPORATION**, 201 West Marion Avenue, Suite 1306, Punta Gorda, Florida 33950, FEIN: 65-0413376, hereinafter referred to as “WEILER”, and **APEX COMPANIES, LLC**, P.O. Box 69142, Baltimore, Maryland 21264-9142, FEIN: 52-1562320, hereinafter referred to as the “APEX”, for the purposes of memorializing the consent of COUNTY to the assignment by WEILER to APEX of all of WEILER’s right, title and interest in and to, and the assumption by APEX from WEILER of all obligations of WEILER under the Agreement (“Assignment”), and to amend the Agreement. Terms used but not otherwise defined herein have the meanings ascribed to them in the Agreement.

RECITALS

WHEREAS, the COUNTY entered into an Agreement for Engineer of Record Services with WEILER through a competitive bid process on October 16, 2025; and

WHEREAS, pursuant to Section No. 21.7 of said Agreement, neither the Agreement nor any interest or claims hereunder may be assigned or transferred by WEILER to any party or parties, except with the written consent of the COUNTY; and

WHEREAS, effective November 22, 2024, WEILER has been sold, and transferred all of its operations and assets to APEX, and, in connection therewith, has proposed to assign the Agreement to APEX, subject to COUNTY’s consent; and

WHEREAS, WEILER will cease to be a party to the Agreement and APEX will become a party to the Agreement, on the same terms and conditions prior to the Assignment, except as amended herein. COUNTY will not experience any change in the Services provided as a result of the Assignment; and

WHEREAS, WEILER, APEX, and COUNTY desire to make and memorialize certain amendments to the Agreement in connection with its assignment to APEX as “CONSULTANT” thereunder:

NOW, THEREFORE, in consideration of the mutual covenants, terms, and provisions contained herein, the parties agree as follows:

1. CONSENT. COUNTY hereby consents to the Assignment by WEILER of all of its right, title and interest in and to the Agreement and the assumption by APEX of all of the obligations of WEILER under the Agreement arising from and after the date hereof.

2. **PAYMENT.** All monies due under the Agreement with respect to Services performed prior and after this Consent to Assignment shall be paid to APEX, to the following address and persons:

APEX COMPANIES, LLC
c/o: Michael Giardullo
201 West Marion Avenue, Suite 1306
Punta Gorda, Florida 33950

3. **NOTICE.** For purposes of Notices under the Agreement as set forth in Section No. 21.12 of the Agreement, notice to the CONSULTANT shall be as follows:

If to the CONSULTANT:	APEX COMPANIES, LLC c/o: Michael Giardullo 201 West Marion Avenue, Suite 1306 Punta Gorda, Florida 33950 Michael.Giardullo@ApexCos.com	
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4. **OTHER PROVISIONS REMAIN IN EFFECT.** Except as specifically modified herein, all terms and conditions of the original Agreement between the parties dated October 16, 2025, shall remain in full force and effect.

5. **CONFLICTING PROVISIONS.** The terms, statements, requirements, and provisions contained in this Assignment shall prevail and be given superior effect and priority over any conflicting or inconsistent term, statement, requirement, or provision contained in any other document or attachment.

**THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK.
SIGNATURE PAGE FOLLOWS.**

IN WITNESS WHEREOF, the parties hereto have, though their duly authorized representatives, approved and executed this Amendment as of the date set forth below.

(SEAL)

BOARD OF COUNTY COMMISSIONERS
OF DESOTO COUNTY, FLORIDA

ATTEST:

BY: _____
MANDY HINES
COUNTY ADMINISTRATOR

BY: _____
STEVE HICKOX
CHAIRMAN

DATE APPROVED: _____

APPROVED AS TO FORM AND
LEGAL SUFFICIENCY

VALERIE VICENTE
COUNTY ATTORNEY

WITNESS:

THE WEILER ENGINEERING CORP.

Signature

BY: _____

PRINT NAME: _____

Print Name

DATE: _____

WITNESS:

APEX COMPANIES, LLC

Signature

BY: _____

PRINT NAME: _____

Print Name

DATE: _____