

**RIDER TO SUBCONTRACT AGREEMENT**

**PRPA Project No:**

**Project Description:**

**Date:**

**Parties:**

<b>Contractor Name and Address:</b>	<b>Subcontractor Name and Address:</b>

**Background:**

The Contractor and the Philadelphia Regional Port Authority ("Authority") are parties to an agreement for the above-referenced project ("Master Agreement").

Subcontractor acknowledges that it has received a copy of the Master Agreement.

Contractor desires to subcontract a portion of the work to be performed under the Master Agreement and Subcontractor desires to perform the portion of work under the Master Agreement.

Contractor and Subcontractor have entered into an agreement detailing the work to be performed ("Subcontract Agreement").

**Terms:**

The Contractor and Subcontractor, intending to be legally bound and for good consideration, enter into the following Rider to Subcontract Agreement.

Subcontractor agrees that all Subcontractor work and services shall be furnished and performed by Subcontractor under the Subcontract Agreement will be done in strict accordance and consistent with the Master Agreement and requirements therein and also the terms and conditions of the Subcontract Agreement.

Subcontractor agrees to timely submit to Contractor applications for payment in a reasonable time to enable Contractor to apply for payment in accordance with Section II of the General Conditions of the Master Agreement.

Subcontractor agrees that all claims for additional costs, extensions of time or otherwise with respect to subcontracted portions of the Work, as defined in the Master Agreement, shall be submitted to the Contractor (via any Subcontractor or sub-subcontractor where appropriate) in the time and manner provided in the Master Agreement for like claims by the Contractor upon the Authority.

Subcontractor agrees to fully warrant and guarantee for the benefit of the Authority the effectiveness, fitness for the purpose intended, quality and merchantability of any item provided and/or installed by such Subcontractor.

Subcontractor agrees that the Subcontractor is without privity of contract to the Authority and that the Subcontractor agrees by signing this rider to its Subcontract Agreement that the Subcontractor neither acquires nor intends to acquire any rights against the Authority pursuant to a third party beneficiary theory or any other theory.

Subcontractor agrees to cause any of its subcontractors to execute a rider agreeing to all of the provisions of Section XI of the General Conditions of the Master Agreement.

The specific terms of this Rider take precedence over the Subcontract Agreement.

**IN WITNESS WHEREOF**, the parties hereto have caused this Rider to be duly executed as of the day and year first above written.

<b>Contractor Name:</b>          <hr/> <b>Signature/Name:</b> <b>Title:</b>	<b>Subcontractor:</b>          <hr/> <b>Signature/Name:</b> <b>Title:</b>
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