TRANSIT BUS TRANSFER AGREEMENT BETWEEN CITY AND LYNX

THIS TRANSFER AGREEMENT is entered into this day of	,
by and between the Central Florida Regional Transportation Authority (LYNX)	, 455 N.
Garland Avenue, Orlando, Florida 32801 and the City of Gainesville (CITY) Regional 7	
System, 1330 NW 6 th Street, Suite A, Gainesville, FL 32601 upon the following terms	and
conditions:	

- 1. TRANSFER: LYNX hereby agrees to transfer ten (10) 35' feet and eleven (11) 40' feet 1997 Gillig Phantom Transit Buses listed in Vehicle Profile (hereby referenced as Buses). All transfer and/or shipping expenses shall be the responsibility of the CITY. LYNX will release its ownership and control of these buses to CITY immediately upon approval by the respective Boards and execution of the Transfer Agreement. It is understood by signing this Agreement that CITY will accept responsibility for the satisfactory maintenance and control of the federally funded buses. Also, there will be a FTA grant action to reflect the transfer of ownership to CITY. The buses are not fully depreciated and FTA has been notified about the proposed transfer to CITY. LYNX shall submit its Board Action and the executed Transfer Agreement to FTA to conclude the transfer documentation with FTA.
- **DISCLAIMER OF WARRANTIES: CITY** LYNX acknowledges that DISCLAIMS SPECIFICALLY ALL **IMPLIED** OR **EXPRESS** WARRANTIES MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE as well as any warranty with respect to the design, condition, or operability of the buses, the quality or capacity of the buses with the requirement of any law, rule, specification or contract pertaining thereto, patent infringement, or latent defects. CITY further acknowledges that it accepts the buses in their present 'as is' condition.
- 3. **LYNX REPRESENTATIVE:** Division Manager of Maintenance, is designated as the LYNX Representative for purposes of facilitating delivery of buses to CITY
- 4. **ASSIGNMENT:** Neither party to this Agreement shall assign any right or obligation hereunder in whole or in part, without the prior written consent of the other party hereto.
- 5. **APPROVAL:** By executing this Agreement, CITY agrees to accept responsibility for the satisfactory maintenance and control of the federally funded buses and acknowledges that the transfer contemplated herein may not be completed unless and until there is a FTA grant action to reflect said transferred buses either by an open grant or through a separate letter of agreement with FTA.

6. **MISCELLANEOUS**;

- (a) This Agreement (and all exhibits hereto) constitutes the entire understanding and agreement between the parties hereto with respect to the subject matter hereof. No modification or amendment of this Agreement shall be valid and binding upon the parties unless in writing and executed by the parties to be bound thereby.
- (b) This Agreement shall be construed under and in accordance with the laws of the State of Florida. Any lawsuit filed in state court relating to this Agreement shall be filed in Orange County, Florida. Venue for any lawsuit filed in federal court shall be in the federal district court for the Middle District of Florida.
- (c) The prevailing party in any arbitration, litigation, administrative proceeding or appeals arising out of this Agreement shall recover its expenses and costs including reasonable attorneys' fees from the other party.

IN WITNESS WHEREOF, the parties hereunto executed this Agreement as of the day and year first written above.

CENTRAL FLORIDA REGIONAL TRANSPORTATION AUTHORITY

By:	_ Approved by General Counsel
Linda S. Watson Its: Chief Executive Officer	Akerman, Senterfitt & Eidson, P.A.
State of Florida	Ву:
County of Orange	
- · · · · · · · · · · · · · · · · · · ·	Watson to me well known and known to me to be the foregoing instrument, and acknowledged to and before me nent for the purposes therein expressed.
Witness my hand an official seal, this	day of, 2009.
Notary Public State of Florida At large	
CITY	
By:	
Jesus M Gomez	
Its: Transit Director	

Before me personally appeared	_to me well known and known to me to be the person
described in and who executed the foregoing	instrument, and acknowledged to and before me that
executed said instrument for the	purposes therein expressed.
Witness my hand an official seal, this day	y of, 2009.
Notary Public	
State of	
At large	

Vehicle Profile

			Grant		
Co. Asset No.	Description	Mfg Serial No	#	Fed Funding	Due To FTA
BUS	2000	ing condition		. caramany	240 101171
	GILLIG - PHANTOM-		FL03-		
283	40/96TBS-50	15GCD2011T1086959	0138	100%	
200	GILLIG - PHANTOM-	13000201111000333	FL03-	10070	
276	40/96TBS-50	15GCD2019T1086952	0138	100%	
210	GILLIG - PHANTOM-	13000201311000332	FL90-	10070	
311	C21B096N4	15GCB2110V1086978	X316	100%	
311	GILLIG - PHANTOM-	13000211011000370	FL90-	10070	
310	C21B096N4	15GCB2119V1086977	X316	100%	
310	GILLIG - PHANTOM-	13000211371000377	FL90-	10070	
309	C21B096N4	15GCB2117V1086976	X316	100%	
309	GILLIG - PHANTOM-	13GCB2117 V 1000970	FL90-	10076	
308	C21B096N4	15GCB2115V1086975	X316	100%	
300	GILLIG - PHANTOM-	13GCB2113V1000973	FL90-	10076	
307	C21B096N4	15GCB2113V1086974	X316	100%	
307	GILLIG - PHANTOM-	13GCB2113V1080974	FL90-	100 /6	
306		15GCB2111V1086973		1000/	
300	C21B096N4 GILLIG - PHANTOM-	15GCB2111V1060973	X316	100%	
205		15CCB211VV/1096072	FL90-	1000/	
305	C21B096N4	15GCB211XV1086972	X316	100%	
004	GILLIG - PHANTOM-	450000440\/4000074	FL90-	4000/	
304	C21B096N4	15GCB2118V1086971	X316	100%	
	GILLIG PHANTOM-	45000044004400000	FL90-	4000/	
303	C21B096N4	15GCB2116V1086970	X316	100%	
	GILLIG - PHANTOM-		FL90-		
302	C21B096N4	15GCB211XV1086969	X316	100%	
	GILLIG - PHANTOM-		FL03-		
315	C20D096N4	15GCD2018V1086979	0165		
	GILLIG - PHANTOM-		FL03-		
318	C20D096N4	15GCD2018V1086982	0165		
	GILLIG - PHANTOM-		FL03-		
319	C20D096N4	15GCD201XV1086983	0165		
	GILLIG - PHANTOM-		FL03-		
317	C20D096N4	15GCD2016V1086981	0165		
	GILLIG - PHANTOM-		FL03-		
316	C20D096N4	15GCD2014V1086980	0165		
	GILLIG - PHANTOM-		FL03-		
320	C20D096N4	15GCD2011V1086984	0165		
	GILLIG - PHANTOM-		FL03-		
321	C20D096N4	15GCD2013V1086985	0165		
	GILLIG - PHANTOM-		FL03-		
322	C20D096N4	15GCD2015V1086986	0165		
	GILLIG - PHANTOM-		FL03-		
330	C20D096N4	15GCD2014V1086994	0165		
ENGINES					
			FL03-		
317A	Engine	15GCD2016V1086981	0165		
J.77.	REBUILT ENGINE -		0.00		
	DETROIT DIESEL		FL90-		
316A	SERIES 50	4RE101953	X397	100	
310/	J OLIVILO JU	711111111111111111111111111111111111111	NOOT	100	I

Description				Onent		
Engine GILLIG - PHANTOM-C21B096N4	Co. Asset No.	Description	Mfg Serial No	Grant #	Fed Funding	Due To FTA
A	0017100011101		inig coria ito		1 ou i unung	240 10 1 174
276AA Rebuilt Engine DD50 04RE102675 X411 100	302A	PHANTOM-C21B096N4	15GCB211XV1086969	X316	100%	
Section						
321AA Rebuilt Engine DD50 04RE102797 X469 100	276AA	Rebuilt Engine DD50	04RE102675		100	
Engine GILLIG	00444	D 1 11/E : DD50	0.485.400707		400	
307A	321AA		04RE102797		100	
283AA Rebuilt Engine DD50 4RE103418 FL90-X469 100 2,162.62 330AA Rebuilt Engine DD50 4RE103752 X469 100 2,340.00 315A Engine, Ser 50 4RE104347 100 7,198.34 318A Engine, Ser 50 4RE104352 100 7,198.34 320A Engine, Ser 50 4RE104277 100 7,198.34 319A Engine, Ser 50 4RE104276 100 7,198.34 308A Engine, Cummins M-11 34846077 100 4,487.28 311A Engine, Cummins M-11 34846078 100 4,487.28 311A Engine, Ser 50 4RE104001 100 5,850.00 303A Engine, Cummins M-11 60414018 100 5,850.00 309AA REBUILT M-11 60414254 X411 100 9,373.34 ENGINE, CUMMINS FL- 90- 90- 90- 9,373.34 ENGINE, CUMMINS FL- 90- 90- 90- 9,373.34 <tr< td=""><td>2074</td><td></td><td>15CCP2112\/1096074</td><td></td><td>100%</td><td></td></tr<>	2074		15CCP2112\/1096074		100%	
Rebuilt Engine DD50	307A	FITANTON-CZTB090N4	13GCB2113V1080974		10076	
330AA Rebuilt Engine DD50 4RE103752 X469 100 2,340.00	283AA	Rebuilt Engine DD50	4RE103418		100	2.162.62
315A						_,
318A	330AA	Rebuilt Engine DD50	4RE103752	X469	100	2,340.00
Sample	315A	Engine, Ser 50	4RE104347		100	7,198.34
319A	318A	Engine, Ser 50	4RE104352		100	7,198.34
308A	320A	Engine, Ser 50	4RE104277		100	7,198.34
311A Engine, Cummins M-11 34846078 100 4,487.28 322A Engine, Ser 50 4RE104001 100 5,850.00 303A Engine, Cummins M-11 60414018 100 5,858.34 ENGINE, CUMMINS REBUILT M-11 60414254 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414471 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414471 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414366 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414367 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414367 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414297 X411 100 9,373.34 TRANSMISSION FL90 7411	319A	Engine, Ser 50	4RE104276		100	7,198.34
311A Engine, Cummins M-11 34846078 100 4,487.28 322A Engine, Ser 50 4RE104001 100 5,850.00 303A Engine, Cummins M-11 60414018 100 5,858.34 ENGINE, CUMMINS REBUILT M-11 60414254 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414471 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414471 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414366 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414367 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414367 X411 100 9,373.34 ENGINE, CUMMINS REBUILT M-11 60414297 X411 100 9,373.34 TRANSMISSION FL90-	308A	Engine, Cummins M-11	34846077		100	4,487.28
Substitute	311A	Engine, Cummins M-11	34846078		100	4,487.28
Substitute	322A		4RE104001		100	·
ENGINE, CUMMINS REBUILT M-11 60414254 X411 100 9,373.34		<u> </u>				·
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BNGINE, CUMMINS REBUILT M-11 B0414366 X411 B100 B9,373.34	20044	* · · · · · · · · · · · · · · · · · · ·	00444474		400	0.070.04
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STANSMISSION STANSMISSION B400R STANSMISSION	304AA	* · · · · · · · · · · · · · · · · · · ·	60414366		100	9.373.34
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ENGINE, CUMMINS REBUILT M11 60414297 X411 100 9,373.34	310AA	REBUILT M-11	60414367		100	9,373.34
TRANSMISSION				FL-		
TRANSMISSION Transmission GILLIG - PHANTOM-C21B096N4 15GCB2117V1086976 FL90- X316 100% 309B PHANTOM-C21B096N4 15GCB2117V1086976 X316 100% REBUILT TRANSMISSION FL90- YANGA TRANSMISSION FL90- YANGA TRANSMISSION FL90- YANGA TRANSMISSION 315B TRANSMISSION B400R 9350069423 X397 100 REBUILT FRANSMISSION B400 6510069428 X397 100 Rebuilt Transmission Rebuilt Transmission B400R 9350096513 X397 100 318BB B400R 9350355149 X397 100 Rebuilt Transmission Rebuilt Transmissio						0.070.04
Transmission GILLIG - PHANTOM-C21B096N4 15GCB2117V1086976 X316 100% REBUILT TRANSMISSION SHP590 122836 X397 100 REBUILT TRANSMISSION B400R 9350069423 X397 100 REBUILT TRANSMISSION B400 6510069428 X397 100 Rebuilt Transmission		REBUILI M11	60414297	X411	100	9,373.34
309B PHANTOM-C21B096N4 15GCB2117V1086976 X316 100% REBUILT TRANSMISSION FL90- 122836 X397 100 REBUILT FL90- 100	TRANSMISSION	Transmission CILLIC		EL 00		
REBUILT TRANSMISSION FL90- 122836 X397 100	300B		15GCB2117\/1086076		100%	
TRANSMISSION 5HP590 122836 X397 100 REBUILT FL90- 315B TRANSMISSION B400R 9350069423 X397 100 REBUILT FL90- 322B TRANSMISSION B400 6510069428 X397 100 Rebuilt Transmission FL90- 317BB B400R 9350096513 X397 100 Rebuilt Transmission FL90- 318BB B400R 9350355149 X397 100 Rebuilt Transmission FL90- Rebuilt Transmission FL90- Rebuilt Transmission FL90-	309D		130002117 1 1000970	7,510	10070	
305B 5HP590 122836 X397 100 REBUILT FL90- 100 315B TRANSMISSION B400R 9350069423 X397 100 REBUILT FL90- 100 100 Rebuilt Transmission FL90- 100 Rebuilt Transmission 9350096513 X397 100 Rebuilt Transmission FL90- 100 Rebuilt Transmission FL90- 100 Rebuilt Transmission FL90- 100 Rebuilt Transmission FL90- 100				FL90-		
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322B TRANSMISSION B400 6510069428 X397 100 Rebuilt Transmission FL90- 100 317BB B400R 9350096513 X397 100 Rebuilt Transmission FL90- 100 100 Rebuilt Transmission FL90- FL90- 100	315B		9350069423		100	
Rebuilt Transmission 9350096513 X397 100						
317BB B400R 9350096513 X397 100 Rebuilt Transmission FL90- 100 318BB B400R 9350355149 X397 100 Rebuilt Transmission FL90- 100 100	322B		6510069428		100	
Rebuilt Transmission FL90-	04700		005000540		400	
318BB B400R 9350355149 X397 100 Rebuilt Transmission FL90-	31/88		9350096513		100	
Rebuilt Transmission FL90-	212RR		0350355140		100	
	31000		3330333143		100	
	283BB	5HP590	115908	X411	100	

			Grant		
Co. Asset No.	Description	Mfg Serial No	#	Fed Funding	Due To FTA
0.4000	Rebuilt B400R		FL90-		
316BB	Transmission	9350069431	X469	100	
040DD	Rebuilt B400R	0050400474	FL90-	400	
319BB	Transmission	9350192471	X469	100	
303B	Transmission, ZF 5HP590	115612		100	5,442.11
	Transmission, ZF				- ,
307B	5HP590	209609		100	3,837.42
	Transmission, ZF				
308B	5HP590	122843		100	4,729.34
	Transmission, Allison				
320B	B400	6510192148-90390		100	2,270.84
	Transmission, Allison				
321B	B400	9350354927		100	2,156.46
0005	Transmission, Allison				
330B	B400	9320005340		100	2,307.23
2020	Transmission, ZF 5HP590	70711		100	1 002 20
302B	5HP590	79711	FL90-	100	1,983.30
276BBBB	Tranmission	115913	X552	100	7,026.67
2700000	TRANSMISSION,	113913	7002	100	7,020.07
	PRECISION REBUILT		FL90-		
306BB	5HP590	209611	X411	100	7,026.67
			FL90-		1,0000
304BB	Transmission	122837	X411	100	7,026.67
			FL90-		
310BB	Transmission	209606	X411	100	7,026.67
			FL90-		
311BB	Transmission	209154	X411	100	7,026.67
GRAND TOTAL					158,705.63