

## Microsoft Enterprise Enrollment – State and Local Amendment

Enrollment number  
*Microsoft to complete*

Amendment ID

CTX-	000-dmills-s-0794
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ID Number  
*Microsoft to complete*

This amendment is entered into between the customer and Microsoft affiliate signing, as of the effective date identified below. All terms used but not defined will have the same meanings as in the Microsoft Enterprise Enrollment identified above “the enrollment.” The following terms and conditions amend the terms and conditions of the enrollment identified above, but only with respect to the customer identified below and only for purposes of this enrollment.

1. On page 2 (two) of the enrollment, the paragraph entitled “Effective Date” is hereby amended and restated in its entirety as follows:

**Effective Date.** *The effective date of this enrollment is May 31, 2008.*

2. The parties acknowledge and agree that the number of qualified desktops licensed pursuant to the initial order hereunder includes the following licenses, for which you represent you will include L&SA in a separate 3<sup>rd</sup> anniversary true up order pursuant to your prior enrollment # 8045007 on or before your submission of this enrollment:

- Office Professional Plus – qty 243
- Windows Business/Enterprise – qty 243
- Windows Server CAL – qty 243
- Exchange Server Standard CAL – qty 243
- Configuration Management Server Client CML – qty 243
- Office SharePoint Standard CAL – qty 243
- Windows Terminal Services CAL – qty 243
- Windows Standard Server – qty 18
- Windows Enterprise Server – qty 7

3. The parties acknowledge that the number of qualified desktop licensed pursuant to the initial order hereunder includes the following licenses, which you represent will be transferred to you on or before your execution of this enrollment and upon execution of a separate amendment to Pasco County Government’s separate enterprise enrollment #3774847 (herein, the “PCG Enrollment”):

- Office Professional Plus – qty 135
- Windows Server CAL – qty 135
- Exchange Server Standard CAL – qty 135
- Windows Terminal Services CAL – qty 135

Remainder of page intentionally left blank.

4. The parties acknowledge that the reference prices hereunder take into account the purchases of Software Assurance and/or License & Software Assurance Packs shown in the following table (collectively, the "Credited SA Purchases") which such Credited SA Purchases include (but are not limited to) the licenses cited above in paragraphs 2 and 3 of this amendment, and were made pursuant to one or more other agreements and which expired (or will expire) as of the dates shown on the table:

<b>Prior Software Assurance and Online Service Purchases</b>	<b>Coverage Expired 5/31/2008</b>	<b>Coverage Expired 2/29/2008</b>
Office Professional Plus	135	710
Windows Business/Professional	-	710
Exchange Std CAL	135	710
SharePoint Std CAL	-	710
Systems Management CML	-	710
Windows CAL	135	710
Term Svr CAL	135	710
Windows Server Enterprise Listed Languages	-	13
Windows Server Standard Listed Languages	-	78
Exchange Server Enterprise Listed Languages	-	2
Configuration Manager Server Listed Languages	-	1
SQL Server Enterprise 1 Proc Listed Languages	-	8
Project Professional w/1 Project Server CAL Listed Languages	-	50
Office SharePoint Server Listed Languages	-	1
Visual Studio Team Developer w/MSDN Premium Listed	-	11
Visio Pro Listed Languages	-	15
BizTalk Server Enterprise 1 Proc Listed Languages		4
CRM Professional Server Listed Languages		1
CRM Professional CAL-User Listed Languages		25
SQL Server Standard 1 Proc Listed Languages		6

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Because the reference prices herein for your initial order for enterprise products and/or additional products take such Credited SA Purchases into account, you agree that no further refund or credit shall be due pursuant to such Credited SA Purchases, and that you shall pay all remaining installment payments (if any) for such Credited SA Purchases pursuant to the agreement(s) under which they were ordered. You agree that you will not transfer the Credited SA Purchases (or the underlying licenses associated with such Credited SA Purchases) to any party during the term of this enrollment.

- Notwithstanding anything to the contrary in this enrollment, or in the Enterprise Agreement associated herewith, we will invoice your reseller for the 3-year cost of the enterprise products (and, if applicable, the additional products) licensed pursuant to your initial order under this enrollment in 3 *unequal* installments, as follows:

Product	Part #	Quantity	Reference Price Payment 1 Due Upon Signing		Reference Price Payment 2 Due Upon 1st Anniversary of Effective Date		Reference Price Payment 3 Due Upon 2nd Anniversary of Effective Date	
			Unit \$	Extended \$	Unit \$	Extended \$	Unit \$	Extended \$
Office Professional Plus Listed SA MVL Platform	269-12444	845	113.50	95,907.50	90.69	76,833.05	95.10	80,359.50
Windows Vista Business Listed Upg/SA Pack MVL Platform w/VisEnterprise	66J-00579	135	47.77	6,448.95	47.77	6,448.95	50.10	6,763.50
Windows Vista Business Listed SA MVL Platform w/VisEnterprise	66J-00582	710	45.93	32,610.30	35.30	25,063.00	37.05	26,305.50
Exchange Standard CAL Listed SA MVL Platform Device CAL	381-03060	845	12.16	10,275.20	9.40	7,943.00	9.40	7,943.00
Office SharePoint CAL Listed Lic/SA Pack MVL Platform Device CAL	76M-01005	135	24.39	3,292.65	24.39	3,292.65	24.39	3,292.65
Office SharePoint CAL Listed SA MVL Platform Device CAL	76M-01011	710	17.61	12,503.10	13.05	9,265.50	13.05	9,265.50
Config Mgr Clint Mgmt Lic Listed Lic/SA Pack MVL Platform Per OSE	J5A-00462	135	10.71	1,445.85	10.71	1,445.85	10.71	1,445.85
Config Mgr Clint Mgmt Lic Listed SA MVL Platform Per OSE	J5A-00460	710	7.76	5,509.60	5.75	4,082.50	5.75	4,082.50
Windows Server CAL Listed SA MVL Platform Device CAL	R18-02389	845	5.27	4,453.15	4.08	3,447.60	4.08	3,447.60
Windows Terminal Svr CAL WinNT Listed Languages SA MVL Device CAL	R19-00050	845	16.99	14,356.55	13.71	11,584.95	13.71	11,584.95
Windows Svr Ent Listed SA MVL	P72-00187	13	572.48	7,442.24	457.99	5,953.87	457.99	5,953.87
Windows Svr Std Listed SA MVL	P73-00225	78	176.25	13,747.50	141.00	10,998.00	141.00	10,998.00
Exchange Svr Ent Listed Languages SA MVL	395-02612	2	980.93	1,961.86	784.74	1,569.48	784.74	1,569.48
Config Mgr Svr Listed SA MVL	J3A-00163	1	140.53	140.53	112.42	112.42	112.42	112.42
SQL Svr Enterprise Edtn Win32 Listed SA MVL 1 Processor License	810-03309	8	5,864.77	46,918.16	4,691.82	37,534.56	4,691.82	37,534.56
Project Pro Win32 Listed Languages SA MVL w/1 ProjectSvr CAL	H30-00236	50	228.19	11,409.50	182.56	9,128.00	182.56	9,128.00
Office SharePoint Server Listed SA MVL	H04-00322	1	1,085.00	1,085.00	868.00	868.00	868.00	868.00
VStudio Team Dev Listed SA MVL w/MSDN Premium	124-00002	11	1,149.34	12,642.74	919.47	10,114.17	919.47	10,114.17
Visio Pro Win32 Listed Languages SA MVL	D87-01252	15	128.86	1,932.90	103.09	1,546.35	103.09	1,546.35
BizTalk Server Ent Listed Languages SA MVL 1 Processor License	F52-00435	4	7,358.21	29,432.84	5,886.57	23,546.28	5,886.57	23,546.28
CRM Professional Server Listed SA MVL	C7Z-00854	1	345.39	345.39	276.31	276.31	276.31	276.31
CRM Professional CAL Listed SA MVL User CAL	C8A-00709	25	172.42	4,310.50	137.94	3,448.50	137.94	3,448.50
SQL Svr Standard Edtn Win32 Listed SA MVL 1 Processor License	228-03150	6	1,407.05	8,442.30	1,125.64	6,753.84	1,125.64	6,753.84
Visio Std Win32 Listed Languages Lic/SA Pack MVL	D86-01345	125	100.32	12,540.00	100.32	12,540.00	100.32	12,540.00

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Note that the above prices are provided for reference only. Your actual price and payment terms will be determined by separate agreement between you and your reseller.

6. Notwithstanding anything to the contrary in the enrollment, your enterprise shall consist solely of the following departments and agencies:

- Administration
- Animal Services
- Ambulance Billing
- Commissioners
- Communications
- Community Services
- County Attorney
- Development Services Branch
- Emergency Communications
- Emergency Management
- Emergency Services
- Fleet
- Information Technology
- Office of Mgmt and Budget
- Parks and Recreation

You represent that your enterprise pursuant to your prior enrollment # 8045007 also consisted of the above agencies and departments, except for Developmental Services Branch which was licensed pursuant to the PCG Enrollment.

Remainder of page intentionally left blank.

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We must receive your fully-executed copy of this amendment and your enrollment to which it is associated, along with your reseller's purchase order, no later than June 20, 2008, or this amendment shall expire and become null and void.

Except for changes made by this amendment, all terms of this enrollment remain unchanged. By signing below, the parties agree to be bound by the terms of this amendment.

<i>Customer</i>	<i>Contracting Microsoft Affiliate</i>
Name of Entity * <b>Pasco County Board of County Commissioners</b>	<b>Microsoft Licensing, GP</b>
Signature *	Signature
Printed Name * <b>Ted Schrader</b>	Printed Name
Printed Title * <b>Chairman, Pasco Co. BCC</b>	Printed Title
Signature Date *	Signature Date (date Microsoft affiliate countersigns)
<i>* indicates required field</i>	Effective Date (may be different than our signature date)

Please sign this amendment and send it with your enrollment to your reseller. Your reseller must submit it to the following address. When the amendment is fully signed, you will receive a confirming copy.

**Microsoft Licensing, GP**  
Dept. 551, Volume Licensing  
6100 Neil Road, Suite 210  
Reno, Nevada USA 89511-1137

Prepared By: David Mills