

**AMENDMENT NO.: 1**

Participating Addendum No: 43190000-18-NASPO-ACS-2  
Public Safety Communication Equipment- Phase Two #05715

**This Amendment** ("Amendment"), effective as of February 5, 2019, or the last date signed by both parties, to the Participating Addendum ("PA") adopting the Public Safety Communication Equipment, Phase Two Contract No. 43190000-18-NASPO-ACS-2 (Alternate Contract Source, "ACS", or "Contract"), between the State of Florida, Department of Management Services ("Department") and ErgoFlex Systems, Inc. d/b/a Xybix Systems ("Contractor"), are collectively referred to herein as the "Parties". All capitalized terms used herein shall have the meaning assigned to them in the ACS unless otherwise defined herein.

**WHEREAS**, on January 1, 2018, the Department originally entered into the PA with ErgoFlex Systems, Inc. d/b/a Xybix Systems for the provision of a Public Safety Communication Equipment, Phase Two; and,

**WHEREAS**, the Parties agreed that the PA may be amended by mutual agreement as provided in section 6.10, Modification and Severability, of Exhibit A, Florida General Contract Conditions, incorporated into the PA; and,

**WHEREAS**, the Parties agree to amend the PA, section 2.1, Term and Effective Date, of Exhibit A, Florida General Contract Conditions, incorporated into the PA; and,

**THEREFORE**, in consideration of the mutual promises contained below, and other good and valuable consideration, receipt, and sufficiency of which are hereby acknowledged, the Parties agree to the following:

- I. **Contract Amendment.** The PA is amended to replace section 2.1, Term and Effective Date, of Exhibit A, Florida General Contract Conditions, in its entirety to correct the expiration date of the PA to reflect the original intent of the parties to have the PA expire on the same date as the NASPO Master Agreement because the term of the PA exceeded the date of Master Agreement expiration by one day. Section 2.1 of Exhibit A, Florida General Contract Conditions, is hereby replaced in its entirety as follows:

**2.1 Term and Effective Date.**

The term of this Participating Addendum will become effective on January 1, 2018, and shall be effective through June 30, 2021, unless terminated earlier in accordance with the Florida General Contract Conditions.

- II. **Conflict.** To the extent any of the terms of this Amendment conflict with the terms of the ACS, the terms of this Amendment shall control.
- III. **Warrant of Authority.** Each person signing this Amendment warrants that he or she is duly authorized to do so and to bind the respective party.

**IV. Effect.** Unless as otherwise modified by this Amendment, all terms and conditions contained in the ACS shall continue in full force and effect. This Amendment sets forth the entire understanding between the parties with regard to this subject matter hereof.

**IN WITNESS WHEREOF**, the Parties have executed this Amendment by their duly authorized representatives.

**State of Florida:**  
**Department of Management Services**

**Contractor:**  
**ErgoFlex Systems, Inc. d/b/a Xybix Systems**

By: \_\_\_\_\_

By: \_\_\_\_\_

Name: Rosalyn Ingram

Name: \_\_\_\_\_

Title: Director and Chief Procurement Officer

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

- IV. **Effect.** Unless as otherwise modified by this Amendment, all terms and conditions contained in the ACS shall continue in full force and effect. This Amendment sets forth the entire understanding between the parties with regard to this subject matter hereof.

IN WITNESS WHEREOF, the Parties have executed this Amendment by their duly authorized representatives.

State of Florida:  
Department of Management Services

By: 

Name: Rosalyn Ingram

Title: Director and Chief Procurement Officer

Date: 3/21/19

Contractor:  
ErgoFlex Systems, Inc. d/b/a Xybix  
Systems

By: 

Name: Kenneth R Carson

Title: Executive V.P.

Date: 2/21/19