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State of Washington
Contracts & Procurement Division
Department of Enterprise Services
P.O. Box 41411
Olympia, WA 98504-1411

Imperial Parking (U.S.), LLC
1700 Seventh Avenue, Suite 106
Seattle, WA 98101

FIRST AMENDMENT
TO
CONTRACT NO. 04417 PARKING HARDWARE, SOFTWARE and MAINTENANCE

This First Amendment ("Amendment") to Contract No. 04417 is made and entered into by and between the State of Washington acting by and through the Department of Enterprise Services, a Washington State governmental agency ("State") and Imperial Parking (U.S.), LLC, a Delaware Limited Liability Company ("Contractor") and is dated as of March 2, 2020.

RECITALS

A. State and Contractor (collectively the "Parties") entered into that certain Contract No. 04417 for Parking Hardware, Software and Maintenance dated effective as of May 8, 2018 ("Contract").

B. The amendment set forth herein is within the scope of the Contract.

C. The Parties now desire to amend the Contract as set forth herein.

AGREEMENT

NOW THEREFORE, in consideration of the mutual covenants and agreements set forth herein, the Parties hereby agree to amend the Contract, as follows:

1. SECTION 3.2 CONTRACT SCOPE.

   "Pursuant to this Master Contract, Contractor is authorized to sell Parking Hardware, Software, & Maintenance products and services along with any relevant accessories for the prices set forth in *Exhibit A – Prices for Goods/Services*. Contractor shall not represent to any Purchaser under this Master Contract that Contractor has contractual authority to sell any goods and/or services beyond those set forth in this Master Contract,"

   Is hereby amended to include the following statement at the end of Section 3.2 Contract Scope:

   - All products and services set forth in *Exhibit A-Prices for Goods/Services* shall comply with all requirements listed in *Exhibit B2, Parking Hardware, Software, Maintenance Requirements*.

2. EXHIBIT B2: *Parking Hardware, Software, Maintenance Requirements* is hereby added to the Contract as follows in Exhibit B2 (attached).

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3. NO CHANGE OTHER THAN AMENDMENT. Except as amended herein, the Contract is unaffected and remains in full force and effect.

4. INTEGRATED AGREEMENT; MODIFICATION. This Amendment constitutes the entire agreement and understanding of the Parties with respect to the subject matter and supersedes all prior negotiations and representations. In the event of any conflict between this Amendment and the Contract or any earlier amendment, this Amendment shall control and govern. This Amendment may not be modified except in writing signed by the Parties.

5. AUTHORITY. Each party to this Amendment, and each individual signing on behalf of each party, hereby represents and warrants to the other that it has full power and authority to enter into this Amendment and that its execution, delivery, and performance of this Amendment has been fully authorized and approved, and that no further approvals or consents are required to bind such party.

6. ELECTRONIC SIGNATURES. A signed copy of this Amendment or any other ancillary agreement transmitted by facsimile, email, or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original executed copy of this Amendment or such other ancillary agreement for all purposes.

7. COUNTERPARTS. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which counterparts together shall constitute the same instrument which may be sufficiently evidenced by one counterpart. Execution of this Amendment at different times and places by the parties shall not affect the validity thereof so long as all the parties hereto execute a counterpart of this Amendment.

EXECUTED AND EFFECTIVE as of the day and date first above written.

IMPERIAL PARKING (U.S.), LLC
A DELAWARE LIMITED LIABILITY COMPANY

DocuSigned by:

By: Todd Brosius
1A37466C9D624C5...

Name: Todd Brosius

Title: President

Date: 4/20/2020

STATE OF WASHINGTON
DEPARTMENT OF ENTERPRISE SERVICES

By: Kimberly Kirkland

Name: Kimberly Kirkland

Title: Procurement Supervisor

Date: Apr 20, 2020

State of Washington - Impark Amendment No. 1 - (04417) C 2020 - 05542 - EXECUTABLE

Final Audit Report 2020-04-20

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