



VENDOR CONTRACT

The City of Seattle
PURCHASING SERVICES
700 - 3rd AVE #910
Seattle, WA 98104-1808

Vendor Contract # 0000001149	Date 8/12/09	Change Order # 3
Payment Terms NET 30 DAYS	Freight Terms FOB: DESTINATION /Prepaid & Allowed	
Buyer: Jason Edens	FAX: 206-233-5155	Phone: 206-684-0445

Vendor # 0000288648
AssetWorks, Inc.
998 OLD EAGLE SCHOOL RD #1215
WAYNE, PA 19087

Contact: Cheryl Carroll
Phone #: 610-225-8312
Fax #: 610-971-9447

Ship To: City of Seattle
Bill To: See Below

Maximus, Inc. was awarded a negotiated contract for providing the City of Seattle Fleets and Facilities Department with Fleet Focus Software, Maintenance and Services as required by the City of Seattle for a three (3) year period from 9/29/2003 through 9/28/2006. Change Order #1 subsequently renewed the contract term through 9/28/2009. Change Order #2 is now issued to change the contractor from Maximus, Inc. to AssetWorks, Inc. in accordance with City of Seattle Contract Assignment consented to by the City of Seattle on 12/2/08 and revise the contractor contact. Change Order #3 is to include the Fuel Focus FMS System per quote provided per Attachment #3 and mutually agreed upon by Assteworks and the City of Seattle. The City of Seattle and Assteworks also agreed to extend the existing contract term for a length of three (3) years till 8/11/2012.

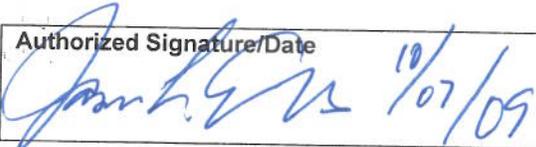
The City of Seattle reserves the option to renew the term of this vendor contract for as long a period as required by The Seattle Fleets and Facilities Dept.

Fleet Focus Software, Maintenance, and Services shall be provided in accordance with Attachment #1 "Software Maintenance Agreement" and Attachment #2 "Software License Agreement #093103-01" (in receipt) and City of Seattle Contract Assignment consented to by the City of Seattle on 12/2/08.

Orders shall be placed by the FLEETS and FACILITIES DEPARTMENT. Invoices shall be mailed in duplicate to the FLEETS and FACILITIES DEPARTMENT, Accounts Payable, 700 5th Ave #5200, Seattle, WA 98104. If mailing via US Postal Service use: PO Box 94689, Seattle, WA 98124-4689. Each invoice shall indicate Contract #0000001149.

Jason Edens is the buyer on this contract and can be reached at 206-684-0445.

The City does not guarantee utilization of this contract.

Authorized Signature/Date  10/07/09
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This vendor contract (including applicable term/termination provisions) is subject to "Software Maintenance Agreement" and "Software License Agreement #093103-01" effective September 30, 2003 and City of Seattle Contract Assignment consented to by the City of Seattle on 12/2/08.

Authorized Signature/Date