

**AMENDMENT NUMBER 2  
TO  
CONTRACT NUMBER DIR-SDD-1980  
BETWEEN  
STATE OF TEXAS, ACTING BY AND THROUGH THE DEPARTMENT OF  
INFORMATION RESOURCES  
AND  
ADJACENT TECHNOLOGIES, INC.**

This Amendment Number 2 to Contract Number DIR-SDD-1980 (“Contract”) is between the Department of Information Resources (“DIR”) and Adjacent Technologies, Inc. (“Vendor”). DIR and Vendor agree to modify the terms and conditions of the Contract as follows:

1. **Contract, Section 2. Term of Contract**, is hereby amended as follows:  
DIR and Vendor hereby agree to extend the term of the Contract for one (1) year through January 24, 2017 or until terminated pursuant to the termination clauses contained in the Contract. There are no renewal options remaining. This Contract will expire January 24, 2017.
2. **Contract, Section 4. Pricing**, is hereby removed from the Contract and transitioned in its entirety to Appendix A, Standard Terms and Conditions for Deliverables Based Information Technology Services (DBITS) Contracts, **Section 7. Pricing, Purchase Orders, Invoices and Payments**.
3. **Contract, Section 5. Notification, If sent to the State**, is hereby restated in its entirety:  
All notices under this Contract shall be sent to a party at the respective address indicated below.

If sent to the State:

Shannon Kelley, CTPM, CTCM  
Manager, Enterprise Contract Management  
Department of Information Resources  
300 W. 15<sup>th</sup> St. Suite 1300  
Austin, Texas 78701  
Phone: (512) 463-7666  
Facsimile: (512) 475 4700

4. **Contract, Section 9. Intellectual Property Matters**, is hereby removed from the Contract and transitioned in its entirety to Appendix A, Standard Terms and Conditions for Deliverables Based Information Technology Services (DBITS) Contracts, **Section 4. Intellectual Property Matters**.

5. **Contract, Sections 6 - 10** are hereby re-numbered **Sections 5 – 8**, as follows:
- A. Section 6. Notification is re-numbered as **Section 5. Notification;**
  - B. Section 7. Statement of Work is re-numbered as **Section 6. Statement of Work;**
  - C. Section 8. Customer Satisfaction Metrics is re-numbered as **Section 7. Customer Satisfaction Metrics;**
  - D. Section 10. Authorized Exceptions to Appendix A, Standard Terms and Conditions for Services Contracts is re-numbered **Section 8. Authorized Exceptions to Appendix A, Standard Terms and Conditions for Services Contracts.**
6. **Appendix A, Standard Terms and Conditions for Deliverables Based Information Technology Services (DBITS) Contracts dated 12/16/12**, is hereby replaced in its entirety with **Appendix A, Standard Terms and Conditions for Deliverables Based Information Technology Services (DBITS) Contracts dated 09/24/15**, as attached.

All other terms and conditions of the Contract as amended, not specifically modified herein, shall remain in full force and effect. DIR retains the right to require further amendment to the Contract to update its terms and conditions as may be reasonable, necessary or required. In the event of conflict among the provisions, the order of precedence shall be this Amendment Number 2, Amendment Number 1, and then the Contract.

**[Remainder of page intentionally left blank]**

**IN WITNESS WHEREOF**, the parties hereby execute this amendment to be effective as of January 24, 2016.

**Adjacent Technologies, Inc.**

**Authorized By:** /Signature on File/

**Name:** Kristi Cooley

**Title:** Director of Partnerships

**Date:** 1/6/16

**The State of Texas, acting by and through the Department of Information Resources**

**Authorized By:** /Signature on File/

**Name:** Dale Richardson

**Title:** Chief Operations Officer

**Date:** 1/25/16

**Legal:** /Signature on File/ 1/22/16