AMENDMENT NUMBER 1
TO
CONTRACT NUMBER DIR-SDD-2034
BETWEEN
STATE OF TEXAS, ACTING BY AND THROUGH THE DEPARTMENT OF INFORMATION RESOURCES
AND
INTERNATIONAL CONSULTING ACQUISITION CORPORATION

This Amendment Number 1 to Contract Number DIR-SDD-2034 ("Contract") is between the Department of Information Resources ("DIR") and International Consulting Acquisition Corporation ("Vendor"). DIR and Vendor agree to modify the terms and conditions of the Contract as follows:

1. **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**.

2. **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**.

3. **Contract, Sections 5 - 10** are hereby re-numbered **Sections 4 – 8,** as follows:

    A. Section 5. DIR Administrative Fee is re-numbered as **Section 4. Administrative Fee;**
    B. Section 6. Notification is re-numbered as **Section 5. Notification;**
    C. Section 7. Statement of Work is re-numbered as **Section 6. Statement of Work;**
    D. Section 8. Customer Satisfaction Metrics is re-numbered as **Section 7. Customer Satisfaction Metrics;**
    E. 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.**

4. **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 05/02/14,** 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 1, and then the Contract.

IN WITNESS WHEREOF, the parties hereby execute this amendment to be effective as of the date of the last signature.

International Consulting Acquisition Corporation

Authorized By: /Signature on File/_____

Name: Mitt Salvaggio_____

Title: President_____

Date: 06/08/14_____

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

Authorized By: /Signature on File/_____

Name: _____Karen Robinson_____

Title: _____Executive Director_____

Date: 06/25/14_____

Legal: /Signature on File/___06/23/14_____