

LF120104-06

10/22/2004 ADDENDUM

to 05/03/1996 dated MPDS-Based Training Site Limited License Agreement ("Agreement") by and between Medical Priority Consultants, Inc. (MPC), and Pennington County 911 (Rapid City Fire Department) (Pennington)

Under the Agreement, MPC has authorized Pennington County 911 (Rapid City Fire Department) to use MPC's proprietary Medical Priority Dispatch System (MPDS)-based EMD-Certification Training Program (MTP) to train professional Emergency Medical Dispatchers (EMDs) at their facility; and

MPC, doing business as Priority Dispatch Corp. (PDC), has derived from said MTP, its proprietary Fire Priority Dispatch System (FPDS)-based EFD-Certification Training Program (FTP) to train professional Emergency Fire Dispatchers (EFDs) and its proprietary Police Priority Dispatch System (PPDS)-based EPD-Certification Training Program (PTP) to train professional Emergency Police Dispatchers (EPDs); and

MPC, Pennington County 911 (Rapid City Fire Department) and PDC, by entering into this Addendum, now wish to extend the above referenced Agreement to authorize Pennington to provide PDC's EFD certification training program under terms and conditions equivalent to those specified in the Agreement for the MTP (the "Authorization").

Therefore, MPC, PDC, and Pennington County 911 (Rapid City Fire Department) hereby agree as follows:

1. All Parties to the Agreement and to this Addendum hereby agree to the Authorization specified above.
2. All Parties hereby agree that this Addendum is hereby attached to and made part of the original Agreement.
3. All Parties hereby agree that the Licensed Instructional Materials Kit Fee for each additional protocol at the time of this Addendum is: \$600.00 each (rather than the fee specified in the original Agreement for the Licensed Instructional Materials Kit for the MTP).
4. All parties stipulate and agree that the original terms and conditions of the Agreement shall be in full force and effect pertaining to the Authorization and the EFD Instructor Materials, instructor training and Program under the original Agreement and shall be inclusive as to this Addendum as applicable as they are to the MTP authorization and to the MTP Instructor Materials and Program.

In witness of their understanding of and agreement to be bound by the specified provisions of this Addendum, duly-authorized representatives of the Parties hereto have set their signatures below as of the date specified above:

PDC
Priority Dispatch Corp.

Pennington County 911
(Rapid City Fire Department)

MPC
Medical Priority Consultants, Inc.

By: R. Sedgwick
Its: Contract Administrator

By: _____
Its: _____

By: R. Sedgwick
Its: Contract Administrator