



**AMENDMENT #1
CITYWORKS[®] UPDATE & SUPPORT AGREEMENT
Contract No. C132207**

By accepting this order both parties agree to amend the Master Update & Support Agreement Contract No. **C132207** between the **City of Rapid City, SD** (Licensee) and **Azteca Systems, Inc.** dated 03/19/2007, which is incorporated herein by reference, to include the above update and support agreement. Azteca Systems and the User have entered into an amended update and support agreement with respect to use of Cityworks[®] software; and User also desires to amend the software Update & Support services from Azteca Systems with respect to such Software.

IDENTIFICATION AND AMOUNTS

9.2 User Agreement: Between Azteca Systems and the User dated:

(a) Effective Date of Amendment: _____ Initial _____

(b) Enterprise License annual fee (U&S included): _____ Initial _____

10/1/2008 – 3/18/2009	\$49,715.00
3/19/2009 – 3/18/2010	\$60,000.00
3/19/2010 – 3/18/2011	\$60,000.00
3/19/2011 – 3/18/2012	\$60,000.00

9.3 (a) Description of Covered Software:

Description of License:

Cityworks Enterprise License

An Enterprise-wide (ELA), unlimited use license includes:

Cityworks Desktop, Cityworks Anywhere, Cityworks Server MMS, Storeroom, Equipment Manager, Pavement Analysis Interface, CCTV Interface, Metrics API, Cityworks Server Permitting, and Service Request API.

Included applications can be installed on any number of computers throughout the Enterprise or Department, and have unlimited simultaneous use.

Initial _____

IN WITNESS WHEREOF, the parties hereto have executed this Agreement to be effective, valid, and binding upon the parties as of the date below as executed by their duly authorized representatives.

Accepted and Agreed:

City of Rapid City, SD
(Licensee)

Azteca Systems, Inc.
(Azteca)

By: _____
Authorized Signature

By: _____
Authorized Signature

Printed Name: _____

Printed Name: Brian L. Haslam

Title: _____

Title: President

Date: ____/____/____

Date: ____/____/____

Witness

By: _____

By: _____