

State of Washington Contracts, Procurement, & Risk Management Division Department of Enterprise Services P.O. Box 41411 Olympia, WA 98504-1411	CONTRACT AMENDMENT	
	Contract No.:	05715
Nokia of America Corporation formerly Alcatel-Lucent USA, Inc. 600 Mountain Avenue, Murray Hill, NJ 07974	Amendment No.:	2
	Effective Date:	January 1, 2018

**SECOND AMENDMENT
TO
NASPO VALUEPOINT MASTER AGREEMENT NO. 05715
PUBLIC SAFETY COMMUNICATIONS SUPPORT EQUIPMENT**

This Second Amendment ("Amendment") to NASPO ValuePoint Master Agreement No. 05715 is made and entered into by and between the State of Washington acting by and through the Department of Enterprise Services, a Washington State governmental agency ("State") and Nokia of America Corporation, a Delaware corporation ("Contractor") and is dated as of January 1, 2018.

R E C I T A L S

- A. State and Contractor (collectively the "Parties") entered into that certain Contract No. 05715 for Public Safety Communications Support Equipment dated effective as of July 13, 2016 ("Contract").
- B. The Parties previously amended the Contract 05715.
 - a. First amendment, dated October 1, 2017, amended the Master Agreement to clarify the term of the Master Agreement and to delete an inadvertent and unnecessary reference to confidential data.
- C. The Parties desire to amend the Master Agreement to change the Counterparty name from Alcatel-Lucent USA, Inc. to Nokia of America Corporation effective January 1, 2018.
- D. The amendment set forth herein is within the scope of the Contract.
- E. The Parties now desire to amend the Contract as set forth herein.

A G R E E M E N T

NOW THEREFORE, in consideration of the mutual covenants and agreements set forth herein, the Parties hereby agree to amend the Contract, as previously amended, as follows:


- 1. NAME CHANGE. Counterparty name change from Alcatel-Lucent USA, Inc. to Nokia of America Corporation effective January 1, 2018 as shown in attached State of Delaware incorporation paperwork.
- 2. NO CHANGE OTHER THAN AMENDMENT. Except as amended herein, the Contract is unaffected and remains in full force and effect.

3. INTEGRATED AGREEMENT; MODIFICATION. This Amendment constitutes the entire agreement and understanding of the Parties with respect to the subject matter and supersedes all prior negotiations and representations. In the event of any conflict between this Amendment and the Contract or any earlier amendment, this Amendment shall control and govern. This Amendment may not be modified except in writing signed by the Parties.
4. AUTHORITY. Each party to this Amendment, and each individual signing on behalf of each party, hereby represents and warrants to the other that it has full power and authority to enter into this Amendment and that its execution, delivery, and performance of this Amendment has been fully authorized and approved, and that no further approvals or consents are required to bind such party.
5. ELECTRONIC SIGNATURES. A signed copy of this Amendment or any other ancillary agreement transmitted by facsimile, email, or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original executed copy of this Amendment or such other ancillary agreement for all purposes.
6. COUNTERPARTS. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which counterparts together shall constitute the same instrument which may be sufficiently evidenced by one counterpart. Execution of this Amendment at different times and places by the parties shall not affect the validity thereof so long as all the parties hereto execute a counterpart of this Amendment.

EXECUTED AND EFFECTIVE as of the day and date first above written.

**NOKIA CORPORATION OF AMERICA,
A DELAWARE CORPORATION**

**STATE OF WASHINGTON
DEPARTMENT OF ENTERPRISE SERVICES**

By: 
 Name: ERIC W. NEGLEY
 Title: COMMERCIAL CONTRACT MGR
 Date: 23 January 2018

By: _____
 Name: Scott Smith
 Title: IT Contracts Manager
 Date: 1/5/2018

Lynda Smith
 Lynda Smith
 Commercial Contract Manager
 January 23, 2018



Certificate of
Merger - ALU.Nokia