

PARTICIPATING ADDENDUM
NASPO ValuePoint
IMMEDIATE NEED AFTERMARKET AUTOMOTIVE PARTS
Administered by the State of Oklahoma (hereinafter "Lead State")

MASTER AGREEMENT
O'Reilly Automotive Stores Inc. dba O'Reilly Auto Parts
Master Agreement No: 09000006747
(hereinafter "Contractor")

And

State of Utah
(hereinafter "Participating State/Entity")
Contract MA2873

Page 1 of 3

1. Scope: This addendum covers the *Immediate Need Aftermarket Automotive Parts* led by the State of Oklahoma for use by state agencies and other entities located in the Participating State of Utah authorized by that State's statutes to utilize State contracts with the prior approval of the state's chief procurement official.

2. Participation: Use of specific NASPO ValuePoint cooperative contracts by agencies, political subdivisions and other entities (including cooperatives) authorized by an individual state's statutes to use State of Utah contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official..

3. Participating State/Entity Modifications or Additions to Master Agreement:
(These modifications or additions apply only to actions and relationships within the Participating Entity.)

Participating State/Entity to check one box.

No changes to the terms and conditions of the Master Agreement are required

The following changes are modifying or supplementing the Master Agreement terms and conditions.

Attachment A: Standard Terms And Conditions For Goods State Of Utah Cooperative Contracts

O'Reilly Auto Parts: Price Discounts

O'Reilly Auto Parts: Utah Store Locations

Period of Performance: Effective Date: June 1, 2018; Current Expiration: July 19, 2018.

Renewal Options: Three renewal options of one year each upon approval by the lead state.

4. ["Reserved"]

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Page 2 of 3

5. Primary Contacts: The primary contact individuals for this Participating Addendum are as follows (or their named successors):

Contractor

Name	David Stoecklein
Address	233 South Patterson Ave, Springfield, MO 65802
Telephone	(417) 851-5915
Fax	(417) 874-7199
E-mail	dstoecklein@oreillyauto.com

Contractor

Name	Roanen Barron
Address	233 South Patterson Ave, Springfield, MO 65802
Telephone	(417) 862-2674, Ext. 10807
Fax	(800) 925-0899
E-mail	cgeorge@oreillyauto.com

Participating Entity

Name	Jeff Hammer
Address	3150 State Office Building Capitol Hill PO Box 141061 Salt Lake City, UT 84114
Telephone	801-538-3159
Fax	801-538-3882
E-mail	jhammer@utah.gov

6. Subcontractors: All contractor's dealers and resellers authorized in the State of Utah, as shown on the dedicated contractor (cooperative contract) website, are approved to provide sales and service support to participants in the NASPO ValuePoint Master Agreement. The contractor's dealers participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement.

7. Orders: Any Order placed by a Participating Entity or Purchasing Entity for a Product and/or

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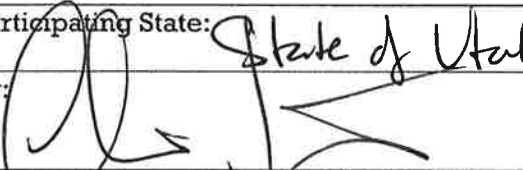

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Page 3 of 3

Service available from this Master Agreement shall be deemed to be a sale under (and governed by the prices and other terms and conditions) of the Master Agreement unless the parties to the Order agree in writing that another contract or agreement applies to such Order.

IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

Participating State: <i>State of Utah</i>	Contractor: <i>O'Reilly Automotive Stores, Inc. DBA O'Reilly Auto Parts</i>
By: 	By: 
Name: <i>Christopher Jennings</i>	Name: <i>David Stoecklein</i>
Title: <i>Asst. Director</i>	Title: <i>Director, Sales Administration</i>
Date: <i>6/13/18</i>	Date: <i>6-13-18</i>

[Additional signatures as required by Participating State]

For questions on executing a participating addendum, please contact:

NASPO ValuePoint

Cooperative Development Coordinator	Tim Hay
Telephone	503-428-5705
E-mail	thay@naspovaluepoint.org