

# ORIGINAL

## Insight Public Sector, Inc.

### FIRST AMENDMENT TO MICROSOFT ENTERPRISE AGREEMENT #3301

**THIS FIRST AMENDMENT** to that Microsoft Enterprise Agreement #3301 made and entered into by and between the County of El Dorado, a political subdivision of the State of California (hereinafter referred to as "County"), and PCMG, Inc., a Delaware corporation duly qualified to conduct business in the State of California, now owned and operating as Insight Public Sector, Inc., an Illinois corporation duly qualified to conduct business in the State of California, whose principal place of business is 6820 South Harl Avenue, Tempe, Arizona 85283 (hereinafter referred to as "Reseller");

### RECITALS

**WHEREAS**, on October 22, 2019, PCMG, Inc. and the County of Riverside have entered into a Microsoft Enterprise Agreement (Master Agreement No. 8084445) and Licensing Solution Provider Agreement (No. PSA-0001527) incorporated herein and made by reference a part hereof (hereinafter referred to as "Agreement");

**WHEREAS**, County, as an enrolled affiliate under the Agreement, has the ability to order certain Microsoft product licenses under the same pricing, terms, and conditions in the Agreement;

**WHEREAS**, Insight Enterprises, Inc. acquired PCM, Inc. in a merger transaction, whereby PCM, Inc. became a wholly-owned subsidiary of Insight Enterprises, Inc.;

**WHEREAS**, Insight Public Sector, Inc. is an indirect wholly-owned subsidiary of Insight Enterprises, Inc. and shall assume all of PCMG, Inc.'s duties, responsibilities, and obligations under Agreement (No. PSA-0001526);

**WHEREAS**, County agrees to consent to the assignment on the terms and conditions set forth herein;

**NOW, THEREFORE**, in consideration of the foregoing and the mutual promises and covenants hereinafter contained, County and Reseller mutually agree to amend the terms of the Agreement in this First Amendment to Microsoft Enterprise Agreement on the following terms and conditions:

- I. All references in the Agreement to PCMG, Inc. shall be changed to Insight Public Sector, Inc.
- II. The parties agree that by operation of the merger transaction described above, Insight Public Sector, Inc. assumes all duties and obligations under this Agreement, including, but not limited to, any liabilities or obligations for services performed by PCMG, Inc. prior to the effective date of the acquisition, and Insight

Public Sector, Inc. is responsible for performing the services in accordance with all the terms and conditions of this Agreement.

III. All correspondence and notices shall be delivered to:

Insight Public Sector Inc.  
Attn: Pam Potter, Manager SLED Compliance  
6820 South Harl Avenue  
Tempe, Arizona 85283

Except as herein amended, all other parts and sections of Microsoft Enterprise Agreement #3301 shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to Agreement for Services #3301 on the dates indicated below.

--COUNTY OF EL DORADO--

By: 

Dated: 10/6/2020


Board of Supervisors  
"County"

Attest:  
Kim Dawson  
Clerk of the Board of Supervisors

By:   
Deputy Clerk

Dated: 10/6/2020

--INSIGHT PUBLIC SECTOR, INC.--

By: 

Dated: 9/9/2020

Name: Lisanne Steinheiser

Title: Global Compliance Officer