

**EXTENSION AND SECOND AMENDMENT
CITY OF FORT LAUDERDALE
HOUSING OPPORTUNITIES FOR PERSONS WITH AIDS (HOPWA)
GROUPWARE TECHNOLOGIES, INC.
PURCHASE AGREEMENTS
FY 2011 - 2013**

This EXTENSION AND SECOND AMENDMENT TO AGREEMENTS entered into this ____ day of _____, 2012, by and between:

CITY OF FORT LAUDERDALE, a municipal corporation of
the State of Florida, hereinafter referred to as "City",

and

Groupware Technologies, Inc., a Wisconsin corporation
authorized to transact business in the State of Florida,
hereinafter referred to as "Participant".

WHEREAS, pursuant to Purchasing Motion, MD-03 on November 16, 2010, the City Commission of the City of Fort Lauderdale approved five (5) agreements between City and Participant to design and implement its proprietary care management software known as Provide Enterprise for the City's HOPWA program, hereinafter referred to as "Agreements"; and

WHEREAS, the original term of the Agreements was from November 22, 2010 through September 30, 2011, with authorization of the Manager of the Housing and Community Development for the City ("HCD Manager") to execute all documentation necessary in conjunction with the expenditure of funds; and

WHEREAS, pursuant to the 2011-2012 HUD Annual Action Plan, CAR 11-0999 (PH-01) on July 6, 2011, the City Commission approved an extension for "Provide Enterprise" for the City's HOPWA Program through September 30, 2012.

WHEREAS, pursuant to the 2012-2013 HUD Annual Action Plan, CAR 12-1052 (PH-01) on July 10, 2012, the City Commission approved a second extension for "Provide Enterprise" for the City's HOPWA Program through September 30, 2013.

WHEREAS, the City Manager wishes to amend the Agreements and provide funding for additional Registered licenses that include client license maintenance and support, ASP hosting and data management, and training days, subject to certain modifications as provided in this Second Amendment;

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein, the parties agree to amend the Agreements as follows:

1. The titles of the Agreements that are the subject of this extension and second Amendment are as follows:

Provide Enterprise Client Software License Agreement
Annual Provide Enterprise Client License Maintenance and Support Agreement
Annual Provide Enterprise ASP Hosting and Data Management Agreement
Professional Services General Terms and Conditions
Professional Services Work Authorization Agreement

2. Agreements are extended through September 30, 2013

3. **Provide Enterprise Client Software License Agreement**; Section 9, Purchasing Terms, is amended to include that City agrees to purchase, and Participant agrees to provide, additional software user licenses as needed for a unit price of \$1,200 (unit price x number of Registered Users).

4. **Annual Provide Enterprise Client License Maintenance and Support Agreement**; Section 3, Annual Fee, is amended to include prorated fees for any additional Registered Users as needed. The document scanning and image storage functionality is amended to include prorated fees for any additional Registered Users as needed.

5. **Annual Provide ASP Hosting and Data Management Agreement**; Annual Fee, is amended to include a pro-rated fee for additional Registered Users and includes AMA ICD-9 and CPT Code Licensing Fee as needed.

6. **Professional Services Work Authorization Agreement**; Section 1- Description of Services, the last paragraph is amended to include the fee for additional hands-on training sessions for \$2,000 per additional session as needed.

7. That all Agreements are amended to be consistent with the amendments provided herein.

8. That except to the extent modified herein, the Agreements between the parties are hereby ratified and reaffirmed and shall remain in full force and effect as provided by their terms.

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IN WITNESS WHEREOF, the undersigned have executed this Extension and Second Amendment to Agreement as of the date set forth above.

ATTEST

PARTICIPANT

Groupware Technologies, Inc., a
Wisconsin corporation authorized to
transact business in the State of Florida

By _____

[Witness print name]

Title: _____

Date: _____

STATE of Wisconsin:
COUNTY OF Milwaukee:

The foregoing instrument was acknowledged before me this ____ day of _____
20__ by _____ as _____ of Groupware
Technologies, Inc., a Wisconsin corporation, on behalf of the corporation, who is ☐
personally known to me or ☐ has produced _____
as identification.

(NOTARY SEAL)

Notary Public, State of Florida (Signature of
Notary taking Acknowledgment)

Name of Notary Typed, Printed or Stamped

My Commission Expires: _____

Commission Number: _____

IN WITNESS WHEREOF, the parties have set their hands and seals this the ____ day
of _____, 2012

CITY

WITNESSES:

CITY OF FORT LAUDERDALE

BY _____
JONATHAN BROWN, HCD Manager

[Witness print name]

BY _____
LEE R. FELDMAN, CITY Manager

[Witness print name]

Approved as to form:

COLE COPERTINO
Assistant City Attorney