

LEASE/PURCHASE SUPPLEMENT

Date Prepared: 08/27/14
 Page 1 of 2
 Supplement No: **L00029459**

Customer No: 3454115
 IBM CSO Location: MIP3
 Lease Payment
 Master Agreement No: LP08272014
 LPMA Amendment Nos: 09/13/14
 Referenced Quote Letter No: **Q0329009506**

Installed at Location
 INFORMATION SYSTEMS
 100 N ANDREWS AVE
 6TH FLR
 FT LAUDERDALE, FL 33301-1016

CSO Location Address
 ATLANTA CSO
 6303 BARFIELD RD NE
 ATLANTA, GA 30328-4233
 ATTN: BILL ONEIL
 404-348-9596

Address of Customer
 INFORMATION SYSTEMS
 100 N ANDREWS AVE
 6TH FLR
 FT LAUDERDALE, FL 33301-1016

Single Equipment Location
 IBM/LPMA Customer Number
 3454115/3454150
 Customer Reference

Referenced Purchase Agreement No:
 Referenced License Agreement No:
 Referenced Trade-In Agreement No:
 Associated Supplement No:
 Addendum No:

Estimated Installation Date or
 Intended Financing Date or
 Effective Date of Additional
 License

Line NO.	IBM Plant Order or MES or Serial Number	Machine or LPM Type/Model Feature	Location Customer	Purchase Price or One-Time Charges or Other Amount	State and Local Taxes	Credit (From IBM Trade-In Agreement) and/or Down Payment	Amount Financed	Interest Rate	Payment Amount	Term (Number of Payment Periods) Option	Planning Date
001	3454115 9993/GTS 3454150			408,000.00			408,000.00	.00	SEE PAYMENT SCHEDULE	S 36	9/30/14

The payments shown on this payment schedule, reflect waiver of the Prepayment Fee provision of the Lease Purchase Master Agreement.

TOTAL FROM ALL PAGES:	PAYMENT PERIOD	Fiscal year Start Date	Supplier Name	Interest Commencement	Total Payment (all pages)	Rates shown reflect waiver of LPMA prepayment fee provisions
PURCHASE PRICE OR ONE TIME CHARGES OR OTHER AMOUNT	1. Monthly <input checked="" type="checkbox"/> Annual <input type="checkbox"/> 2. Other (specify): Schedule attached (check): <input type="checkbox"/>	01/01 Month/Day	Supplier Customer no.	\$ See Payment Schedule	\$ See Payment Schedule	
TRADE-IN/CREDIT DOWN PAYMENT	THE LEASE/PURCHASE MASTER AGREEMENT ("AGREEMENT") REFERENCED ABOVE SHALL BE INCORPORATED HEREIN BY REFERENCE. LESSEE HERELUNDER SHALL BE BOUND TO THE TERMS AND CONDITIONS OF THE AGREEMENT AS LESSEE. THE AGREEMENT, THIS SUPPLEMENT AND ANY APPLICABLE ATTACHMENTS OR ADDENDA ARE THE COMPLETE, EXCLUSIVE STATEMENT OF THE PARTIES WITH RESPECT TO THE SUBJECT MATTER HEREIN. THESE DOCUMENTS SUPERSEDE ANY PRIOR ORAL OR WRITTEN COMMUNICATIONS BETWEEN THE PARTIES. BY SIGNING BELOW, LESSEE REPRESENTS AND WARRANTS THAT LESSEE'S NAME AS SET FORTH IN THE SIGNATURE BLOCK BELOW IS LESSEE'S EXACT LEGAL NAME AND THE INFORMATION IDENTIFYING LESSEE'S STATE OF ORGANIZATION IS TRUE, ACCURATE AND COMPLETE IN ALL RESPECTS. BY SIGNING BELOW, BOTH PARTIES AGREE TO THE TERMS REPRESENTED BY THIS AGREEMENT AS IT MAY BE AMENDED OR MODIFIED. DELIVERY OF AN EXECUTED COPY OF ANY OF THESE DOCUMENTS BY FACSIMILE OR OTHER RELIABLE MEANS SHALL BE DEEMED TO BE AS EFFECTIVE FOR ALL PURPOSES AS DELIVERY OF A MANUALLY EXECUTED COPY. LESSEE ACKNOWLEDGES THAT WE MAY MAINTAIN A COPY OF THESE DOCUMENTS IN ELECTRONIC FORM AND AGREES THAT COPY REPRODUCED FROM SUCH ELECTRONIC FORM OR BY ANY OTHER RELIABLE MEANS (FOR EXAMPLE, PHOTOCOPY, IMAGE OR FACSIMILE) SHALL IN ALL RESPECTS BE CONSIDERED EQUIVALENT TO AN ORIGINAL.					
STATE OR LOCAL TAXES						
AMOUNT FINANCED						
*TAX ON FINANCE CHARGE						

Accepted by:
 CITY OF FORT LAUDERDALE
 Lessee

Accepted by:
 IBM CREDIT LLC
 Lessor

* See Attached Signature
 Authorized Signature _____ By: _____ Authorized Signature _____
 Name (Type or Print) _____ Title _____ Name (Type or Print) _____ Title _____
 State of Organization: FL _____ Date _____ Date _____



Additional Terms and Conditions

OPTION CODES

- OPTION I - Taxable Lease/Purchase for a Machine or a Modification for a State and Local Lessee
- OPTION IG - Tax-Exempt Lease/Purchase for a Machine or a Modification for a State and Local Lessee
- OPTION S - Taxable Lease/Purchase for an IBM Program or Service for a State and Local Lessee
- OPTION S' - Tax-Exempt Lease/Purchase for an IBM Program or Service for a State and Local Lessee
- OPTION T - Taxable Lease/Purchase for a non-IBM Program or Service for a State and Local Lessee
- OPTION T' - Tax-Exempt Lease/Purchase for a non-IBM Program or Service for a State and Local Lessee

Each Supplement shall consist of Property that solely qualifies for tax-exempt interest treatment under the Internal Revenue Code [Option Codes IG, S, T] (a "Tax-Exempt Supplement") or solely Property that does not qualify for tax-exempt interest treatment under the Internal Revenue Code [Option Codes I, S, T] (a "Taxable Supplement").

Additional Documentation

In addition to this Lease/Purchase Supplement, and as a requirement to entering into of this Lease/Purchase Supplement, Lessee shall provide in completed and executed form, acceptable to Lessor, the additional documents attached to this Lease/Purchase Supplement that may include:

- a. Exhibit 1 - Payment Schedule for this Supplement
- b. Exhibit 2 - Opinion of Counsel to the Lessee
- c. Exhibit 3 - Lessee's Certificate
- d. Exhibit 4(a) - Certificate of Acceptance, or
- e. Exhibit 4(b) - Acknowledgement of Commencement Date for Property Supplied by IBM
- f. Exhibit 5 - Form 8038-G or 8038-GC (Tax-Exempt Supplement only)
- g. State Addendum, if applicable and attached
- h. Prepaid Maintenance Certification of Maintenance Provider (Tax-Exempt Supplement only)
- i. Prepaid Maintenance Certification of Maintenance Vendor (Tax-Exempt Supplement only)

Supplement Number L00029459

The Lease Payment schedule for this Supplement sets forth the scheduled Lease Payments under this Supplement. The Commencement Date for this Supplement is set forth in the Lease Payment Schedule.

With respect to Financed Items consisting of prepaid maintenance, Lessee accepts the terms of the prepaid maintenance and agrees to look solely to the maintenance provider for provision of such maintenance in accordance with the terms of the contracts with the maintenance provider for said maintenance. Acceptance for purposes of this Supplement shall be the date of acceptance by Lessee in the Certificate of Acceptance.

Lessee agrees that it will timely assist in the completion and execution of the Form 8038-G or Form 8038-GC and that upon said execution, Lessor is authorized and directed to file said form with the appropriate office of the Internal Revenue Service.

Capitalized terms set forth in this Supplement or in the attachments, but not defined herein or therein, shall have the meaning set forth in the Lease/Purchase Master Agreement. The complete terms and conditions of the Lease/Purchase Master Agreement are incorporated by reference.

The interest rates applicable to this Supplement that provide for Tax-Exempt Lease/Purchase are based on many factors including Lessee's underlying obligation qualifying to pay interest that is treated as exempt by the Internal Revenue Service (IRS) from federal income tax under Section 103(a) of the Internal Revenue Code (Code), as well as many proprietary factors including pricing assumptions made by Lessor as to whether Lessor anticipates being able to recognize any benefits of this tax exemption.

The interest rates applicable to this Supplement may reflect fees or other consideration Lessor receives from Lessee's Suppliers that is passed on to Lessee in the form of lower rates.

For a Taxable Supplement, the following provisions of the Lease/Purchase Master Agreement shall not be applicable: (i) Part 3, paragraph (f), (ii) Section 14.2.

Lessor reserves the right to reject any invoice that is: (i) not for information technology Equipment or related software or services, or (ii) dated more than 90 days prior to the date Lessor receives authorization from Lessee to finance.

EXHIBIT 5
14-0839
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EXHIBIT 1
Payment Schedule

Re: Lease/Purchase Supplement No. L00029459 to Lease/Purchase Master Agreement between IBM Credit LLC and CITY OF FORT LAUDERDALE.

Commencement Date

The Commencement Date shall be the date of acceptance of the Property as set forth in the Acceptance Certificate executed by the Lessee and filed with the Lessor.

Payment Schedule

Total Principal Amount: \$408,000.00
Schedule Interest Rate: 0.00%
Prepayment Fee Rate: 0.00%

Payment No	Payment Due Dates	Lease Payments	Principal Component	Interest Component	Prepayment Price (After making pmt for said Due Date)
1	11/1/2014	\$5,210.20	\$5,210.28	(\$0.08)	\$402,790.00
2	12/1/2014	\$5,210.20	\$5,210.27	(\$0.07)	\$397,579.00
3	1/1/2015	\$5,210.20	\$5,210.28	(\$0.08)	\$392,369.00
4	2/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$387,159.00
5	3/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$381,949.00
6	4/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$376,738.00
7	5/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$371,528.00
8	6/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$366,318.00
9	7/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$361,108.00
10	8/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$355,897.00
11	9/1/2015	\$5,210.20	\$5,210.27	(\$0.07)	\$350,687.00
12	10/1/2015	\$5,210.20	\$5,210.26	(\$0.06)	\$345,477.00
13	11/1/2015	\$17,500.92	\$17,500.99	(\$0.07)	\$327,976.00
14	12/1/2015	\$17,500.92	\$17,500.98	(\$0.06)	\$310,475.00
15	1/1/2016	\$17,500.92	\$17,500.98	(\$0.06)	\$292,974.00
16	2/1/2016	\$17,500.92	\$17,500.98	(\$0.06)	\$275,473.00
17	3/1/2016	\$17,500.92	\$17,500.97	(\$0.05)	\$257,972.00
18	4/1/2016	\$17,500.92	\$17,500.97	(\$0.05)	\$240,471.00

EXHIBIT 1
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Payment No	Payment Due Dates	Lease Payments	Principal Component	Interest Component	Prepayment Price (After making pmt for said Due Date)
19	5/1/2016	\$13,359.47	\$13,359.51	(\$0.04)	\$227,111.00
20	6/1/2016	\$13,359.47	\$13,359.51	(\$0.04)	\$213,752.00
21	7/1/2016	\$13,359.47	\$13,359.51	(\$0.04)	\$200,392.00
22	8/1/2016	\$13,359.47	\$13,359.51	(\$0.04)	\$187,033.00
23	9/1/2016	\$13,359.47	\$13,359.51	(\$0.04)	\$173,673.00
24	10/1/2016	\$13,359.47	\$13,359.50	(\$0.03)	\$160,314.00
25	11/1/2016	\$13,359.47	\$13,359.50	(\$0.03)	\$146,954.00
26	12/1/2016	\$13,359.47	\$13,359.50	(\$0.03)	\$133,595.00
27	1/1/2017	\$13,359.47	\$13,359.50	(\$0.03)	\$120,235.00
28	2/1/2017	\$13,359.47	\$13,359.49	(\$0.02)	\$106,876.00
29	3/1/2017	\$13,359.47	\$13,359.49	(\$0.02)	\$93,516.00
30	4/1/2017	\$13,359.47	\$13,359.49	(\$0.02)	\$80,157.00
31	5/1/2017	\$13,359.47	\$13,359.48	(\$0.01)	\$66,797.00
32	6/1/2017	\$13,359.47	\$13,359.48	(\$0.01)	\$53,438.00
33	7/1/2017	\$13,359.47	\$13,359.48	(\$0.01)	\$40,078.00
34	8/1/2017	\$13,359.47	\$13,359.48	(\$0.01)	\$26,719.00
35	9/1/2017	\$13,359.47	\$13,359.48	(\$0.01)	\$13,359.00
36	10/1/2017	\$13,359.47	\$13,359.47	\$0.00	\$0.00

Lessee:	CITY OF FORT LAUDERDALE
By:	* See Attached Signature
Name:	
Title:	

ACKNOWLEDGEMENT OF COMMENCEMENT DATE FOR PROPERTY
SUPPLIED DIRECTLY BY INTERNATIONAL BUSINESS MACHINES
CORPORATION

Re: Lease/Purchase Supplement No. L00029459 to Lease/Purchase Master
Agreement No. LP08272014 between IBM Credit LLC and
City Of FT Lauderdale ("Lessee")

COMMENCEMENT DATE

Lessee is a customer under the Lease/Purchase Master Agreement referenced above ("Agreement") with IBM Credit LLC. By executing the above-referenced Supplement, Lessee represents and certifies that Lessee has agreed to acquire the IBM provided prepaid services (hereafter "Property") listed in the Supplement by the date indicated below. Lessee authorizes IBM Credit LLC to pay International Business Machines Corporation for the Property. Interest on such obligation shall begin to accrue the first day of the month following the date of installation for the Property indicated below.

Acceptance Date for the Property in Supplement _____

WHEREFORE, the Lessee executes the Lease/Purchase Supplement L00029459, Payment Schedule, and this Acknowledgement of Commencement Date as follows:

ATTEST:

Jonda K. Joseph, City Clerk

City of Fort Lauderdale

By: _____
John P. "Jack" Seiler, Mayor

By: _____
Lee R. Feldman, City Manager

Approved as to form:

Senior Assistant City Attorney

WITNESSES:

Signature
Print Name:

Signature
Print Name:

(CORPORATE SEAL)

ATTEST:

Secretary

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me this ____ day of _____, 2014, by _____, as president

for _____, a _____ corporation authorized to transact business in the State of Florida.

EXHIBIT 5

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2014, by

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ACKNOWLEDGEMENT OF COMMENCEMENT DATE FOR PROPERTY
SUPPLIED DIRECTLY BY INTERNATIONAL BUSINESS MACHINES
CORPORATION

(SEAL)

(Signature of Notary Public - State of)

Public)

(Print, Type, or Stamp Commissioned Name of Notary

Personally Known _____ OR Produced Identification _____

Type of Identification Produced _____

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