



Amendment No. 4
to
Enterprise License Agreement (ELA) No. 2011ELA2428
between
Environmental Systems Research Institute, Inc. (Esri)
and
City of Redlands (Licensee)

This Amendment No. 4 re-affirms modifications previously made to the above referenced Agreement under Amendment 2 and Amendment 3. The prior amendments served to a) add ArcGIS Online Services with no additional increase in the ELA Fee and, b) add one "Standard Plus Business Analyst Online" annual subscription, reduce "Standard Business Analyst Online" annual subscription from three licenses to two licenses, and to increase the ELA Fee as a result of the changes listed in b. Specifically:

1. Amendment 2:

Appendix A. Table A-2, Enterprise License Software—Limited Quantities, as previously amended, is deleted in its entirety and replaced with the following new Table A-2:

Product	Named Users	Annual Credits
Online GIS		
One ArcGIS Online account subscription	50	10,000

2. Amendment 3:

Appendix A. Table A-2, Enterprise License Software—Limited Quantities, as previously amended, is deleted in its entirety and replaced with the following new Table A-2:

Item	Total Qty./Seats to Be Deployed
Standard Business Analyst Online annual subscriptions	2
Standard Plus Business Analyst Online annual subscriptions	1
Esri CityEngine Advanced Single Use License	1

Product	Named Users	Annual Credits
One ArcGIS Online annual subscription	50	10,000

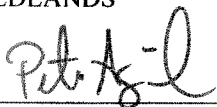
Appendix B. As a result of the changes described above in item 1, Year 3 payment shall increase from \$19,600 to \$20,600 and the total ELA Fee shall increased from \$58,000 to \$59,000. The ELA Fee Schedule is deleted in its entirety and replaced with the following new Appendix B:

	YEAR 1 2011	YEAR 2 2012	YEAR 3 2013	ELA FEE
Payments	\$19,600.00	\$19,600.00	\$20,600.00	\$59,000.00
Number of annual Esri International User Conference Registrations	6	6	6	
Number of Sets of Backup Media, if requested	5	5	5	
Number of Sets of Media	5	5	5	
Maximum Number of Hardware Keys	100	100	100	

All other terms and conditions shall remain the same. This Amendment 4 is executed and becomes effective on the last date written below (the "Effective Date").

CITY OF REDLANDS
(Licensee)

Signature: _____

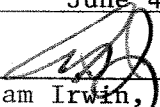


Printed Name: Pete Aguilar

Title: Mayor

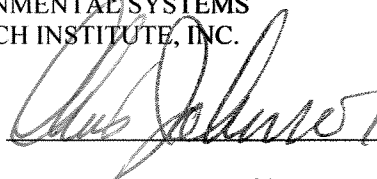
Date: June 4, 2013

ATTEST: _____


Sam Irwin, City Clerk

ENVIRONMENTAL SYSTEMS
RESEARCH INSTITUTE, INC.
(Esri)

Signature: _____



Printed Name: _____

CHRIS JOHNSON

MANAGER, DOMESTIC CONTRACTS

Title: _____

Date: _____

APR 16 2013