

XEROX BUSINESS SERVICES

CONFIGURATION CHANGE AMENDMENT # 1

This Amendment ("Amendment") revises the terms and conditions of Agreement # 3111366 existing between City of Redlands ("Client") and Xerox Corporation ("Xerox"), acting through Xerox Business Services ("XBS"), a business unit of Xerox, as shown below:

1. The following Equipment/Software ("Configuration") is added to the Agreement:

<u>Equipment Model/Software</u>	<u>Serial Number</u>	<u>Status Description</u>	<u>Monthly Equipment Component</u>
[8] 5830	TBD	Xerox Owned	\$114.25

2. The following Equipment/Software ("Configuration") is removed from the Agreement:

<u>Equipment Model/Software</u>	<u>Serial Number</u>	<u>Status Description</u>	<u>Monthly Equipment Component</u>
[8] 5830T	TBD	Xerox Owned	\$114.25

3. Pricing for the Services provided under this Agreement, reflecting the changes shown, is as follows:

<u>Agreement Period</u>	<u>Monthly Minimum Charge</u>	<u>Impressions Included in Minimum</u>	<u>Charge Per Impression Above Minimum</u>
11/05/99 to 10/19/00	\$6,806	242,235	\$0.01
10/20/00 to 10/19/01	\$6,806	242,235	\$0.01
10/20/01 to 10/19/02	\$6,806	242,235	\$0.01
10/20/02 to 10/19/03	\$6,806	242,235	\$0.01
10/20/03 to 10/19/04	\$6,806	242,235	\$0.01

4. The attached Exhibit III has been revised to set forth serial numbers for Equipment installed under this Agreement for which such serial numbers were not previously known, or available, at the time of installation.

Except as specified in this Amendment, the Agreement shall remain as stated. In the event of a conflict between the terms and conditions of the Agreement and this Amendment, the Amendment will control.

City of Redlands (Client)

William E. Cunningham

Name (Please Print)

Signature

Mayor of the City of Redlands

Title

November 16, 1999

Date

ATTEST:

Signature
Lorrie Poyzer, City Clerk
City of Redlands

Xerox Corporation

Bill Garcia

Name (Please Print)

Signature

General Manager

Title

Date

11/22/99

XEROX BUSINESS SERVICES

CONFIGURATION CHANGE AMENDMENT # 2

This Amendment ("Amendment") revises the terms and conditions of Agreement # 3111366 existing between City of Redlands ("Client") and Xerox Corporation ("Xerox"), acting through Xerox Business Services ("XBS"), a business unit of Xerox, as shown below:

1. The following Equipment/Software ("Configuration") is added to the Agreement:

<u>Equipment Model/Software</u>	<u>Serial Number</u>	<u>Status Description</u>	<u>Monthly Equipment Component</u>
5830 w/5830 SF1	TBD	Xerox Owned	\$133.00

2. The following Equipment/Software ("Configuration") is removed from the Agreement:

<u>Equipment Model/Software</u>	<u>Serial Number</u>	<u>Status Description</u>	<u>Monthly Equipment Component</u>
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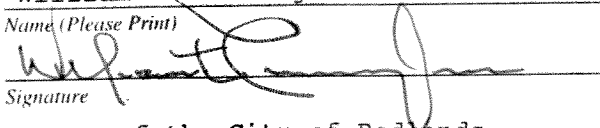
3. Pricing for the Services provided under this Agreement, reflecting the changes shown, is as follows:

<u>Agreement Period</u>	<u>Monthly Minimum Charge</u>	<u>Impressions Included in Minimum</u>	<u>Charge Per Impression Above Minimum</u>
11/05/99 to 10/19/00	\$6,963	242,735	\$0.01
10/20/00 to 10/19/01	\$6,963	242,735	\$0.01
10/20/01 to 10/19/02	\$6,963	242,735	\$0.01
10/20/02 to 10/19/03	\$6,963	242,735	\$0.01
10/20/03 to 10/19/04	\$6,963	242,735	\$0.01

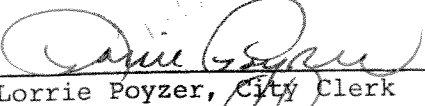
4. The attached Exhibit III has been revised to set forth serial numbers for Equipment installed under this Agreement for which such serial numbers were not previously known, or available, at the time of installation.

Except as specified in this Amendment, the Agreement shall remain as stated. In the event of a conflict between the terms and conditions of the Agreement and this Amendment, the Amendment will control.

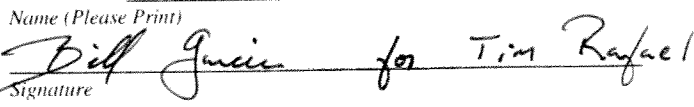
City of Redlands (Client)

William E. Cunningham
Name (Please Print)

Signature
Mayor of the City of Redlands
Title
November 16, 1999
Date

ATTEST:


Lorrie Poyzer, City Clerk
City of REDlands

Xerox Corporation

Tim Rafael
Name (Please Print)

Signature
General Manager
Title
11/22/99
Date