



**FIRST AMENDMENT TO ASSIGNMENT, DELEGATION AND RELEASE AGREEMENT BETWEEN
BROWARD COUNTY AND MEDICAL PRIORITY CONSULTANTS, INC. d/b/a PRIORITY DISPATCH
CORP.**

This First Amendment to the Assignment, Delegation and Release Agreement between Broward County and Medical Priority Consultants, Inc. d/b/a Priority Dispatch Corp. (the "Amendment") is made and entered into by and between Broward County, a political subdivision of the State of Florida ("County"), and Medical Priority Consultants, Inc. d/b/a Priority Dispatch Corp., a Utah corporation authorized to transact business in the State of Florida. ("Provider").

A. County and Provider are currently parties in an Assignment, Delegation and Release Agreement ("Assignment"), for the provision of certain software licenses and associated service agreements. The Assignment expires on September 30, 2017.

B. The parties acknowledge that pursuant to the Assignment, Provider currently licenses software to County and that Provider is responsible for support and maintenance of the licensed software.

C. The parties wish to extend the Assignment on a month to month basis for up to three (3) months while the parties work towards a more comprehensive agreement.

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto agree as follows:

1. The above recitals are true and correct and are incorporated herein by reference. All capitalized terms not expressly defined within this Amendment shall retain the meaning ascribed to such terms in the Assignment.
2. Except as modified herein, all terms and conditions of the Assignment remain in full force and effect, including all Exhibits. Amendments are indicated herein by use of strikethroughs to indicate deletions and bold/underlining to indicate additions.
3. Section 6.3 of the Assignment is amended as follows:

Notwithstanding any provision in any of the Assigned PDC Agreements to the contrary, the duration of the Assigned PDC Agreements shall be from the date of the execution of this Assignment until September 30, 2017, and then continue on a month-to-month basis under the same terms and conditions provided in the Assignment, for up to three (3) months if elected by County's Director of Office of Regional Communications and Technology by written notice prior to the expiration of the current month.

4. The effective date of this Amendment shall be the date of complete execution by the Parties.

5. This Amendment may be executed in counterparts, each of which shall be deemed to be an original, but all of which, taken together, shall constitute one and the same agreement.

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BROWARD COUNTY

IN WITNESS WHEREOF, the parties hereto have made and executed this Agreement: BROWARD COUNTY through its BOARD OF COUNTY COMMISSIONERS, signing by and through its Mayor or Vice-Mayor, authorized to execute same by Board action on the ____ day of _____, 2017, and MEDICAL PRIORITY CONSULTANTS, INC., signing by and through its _____, duly authorized to execute same.

COUNTY

ATTEST:

BROWARD COUNTY, by and through its Board of County Commissioners

Broward County Administrator, as
Ex-officio Clerk of the Broward County
Board of County Commissioners

By _____
Mayor
____ day of _____, 2017

Insurance requirements
approved by Broward County
Risk Management Division

By Tim Traylor 9/20/17
Signature (Date)

Tim Traylor, Deputy Secretary
Print Name and Title above

Approved as to form by
Joni Armstrong Coffey
Broward County Attorney
Governmental Center, Suite 423
115 South Andrews Avenue
Fort Lauderdale, Florida 33301
Telephone: (954) 357-7600
Telecopier: (954) 357-7641

By [Signature] 9-20-17
Neil Sharma (Date)
Assistant County Attorney


RDH/NS
08/31/2017
Priority Dispatch Corp. First Amendment
#225008.1

By [Signature] 9/20/17
Rene D. Harrod (Date)
Assistant County Attorney

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PROVIDER

WITNESSES:



Signature

Amanda Elser

Print Name of Witness



Signature

Emilee Schutzke

Print Name of Witness

MEDICAL PRIORITY CONSULTANTS, INC.
d/b/a PRIORITY DISPATCH CORP.

By 

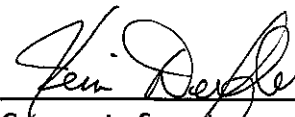
Authorized Signor

Brent Hawkins, General Counsel

Print Name and Title

15 day of September, 2017

ATTEST:



Corporate Secretary or authorized agent

(CORPORATE SEAL)